

**THE BY-LAWS
OF
THE ASTRONOMY CLUB OF ASHEVILLE, INC.**

In order to secure the benefits and pleasures of an association of individuals sincerely interested in amateur astronomy, we the members, do hereby organize and constitute ourselves the Astronomy Club of Asheville, a North Carolina non-profit corporation. The organization is organized exclusively for charitable, educational, and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The goals of this organization will be to contribute to the advancement of the science of astronomy, to encourage and coordinate the activities of amateur astronomical societies, to reach out to the community with astronomy education, to promote observational and computational studies, to develop craftsmanship in the various fields of astronomy and to correlate amateur activities with professional research.

ARTICLE I - CLUB NAME

The name by which this association shall be referred is the Astronomy Club of Asheville.

ARTICLE II - CLUB MEMBERSHIP

SECTION A: Any person having a sincere interest in astronomy may be admitted to membership regardless of race, creed, color, ethnicity, national origin (ancestry), religion, sex, sexual orientation, gender expression, age, physical or mental ability, veteran status, military obligations, or marital status.

Such members shall have full voting privileges and shall be eligible to hold office.

SECTION B: There shall be three classes of membership in the Club:

- 1) **Regular Member:** Any person who has paid the set annual dues of \$25.00 and who is able to attend business meetings and Club functions.
- 2) **Lifetime Member:** Any person who has paid a one-time fee equal to 20 times the set annual dues and meets the qualifications set forth as a regular member.
- 3) **Family Member:** All members of a family household who have paid an annual group fee of \$30.00 and meet the qualifications set forth as a regular member.

SECTION C: Appropriate membership dues will become due and payable in the first calendar month of each year for current members. Members whose dues are not paid before or during the March meeting will be dropped from the newsletter and email lists. Members deciding to rejoin later that year will pay the full yearly dues regardless of the time remaining in that year. New joining members will pay a prorated amount based on quarters, paying only the remaining quarters or portions of quarters remaining in that calendar year.

SECTION D: The Astronomy Club of Asheville has adopted the American Astronomical Society's (AAS) code of ethics (conduct) and anti-harassment (sexual and other) policies and all club members will be held to these standards. Any club member violating these policies could be subject to action, including termination of membership and prohibition from attending club activities and events. For further information about the AAS's code of ethics, visit <https://aas.org/ethics>.

ARTICLE III - CLUB OFFICERS AND ADVISORY BOARD

SECTION A: The officers of the Astronomy Club of Asheville shall consist of President, Vice President, Secretary and Treasurer. These 4 officers will constitute the Executive Board. In addition to the club officers, the membership shall elect up to 16 Advisory Board members. All candidates for the position of club officer or advisory board member must be paid-up members in good standing at the time of their election.

SECTION B: The officers of the Club and advisory board members shall be elected to serve for one calendar year.

ARTICLE IV - DUTIES OF CLUB OFFICERS

SECTION A: PRESIDENT: The President shall preside at all business and club meetings, shall be the chairperson of the Executive Board and shall call extra business meetings when deemed necessary. He/She shall temporarily fill vacancies and appoint committees not otherwise provided for. He/She shall be an ex-officio member of all committees and shall perform all other duties normally required by the office of President.

SECTION B: VICE PRESIDENT: The Vice President shall preside in the absence or inability of the President to serve. He/She shall oversee all Club committees, Club functions and Club activities.

SECTION C: SECRETARY: The Secretary shall keep the minutes of the Executive Board meetings, and shall keep minutes of any and all regular business and club meetings. The Secretary shall correspond with other astronomical societies and individuals regarding Club and regional business, and shall see that each member receives issues of all such publications due the membership.

SECTION D: TREASURER: The Treasurer shall keep an accurate account of all financial transactions of the organization and will carry out the following:

- 1) Receive and receipt dues from members.
- 2) Maintain an up-to-date roster of the membership.
- 3) Account for and bank all dues properly.
- 4) Pay all bills justly accrued by the organization.
- 5) Send renewal subscription monies to the appropriate publisher for those members who obtain special Club subscription rates to astronomical publications.
- 6) Prepare annual budget of revenues and expenses
- 7) Reconcile and make available for review the monthly bank statements
- 8) Prepare monthly and annual financial statements and reports
- 9) File annual corporate documents with the State of North Carolina
- 10) File annual reports and tax returns required by the IRS

ARTICLE V - ELECTIONS

SECTION A: The method of voting shall be by secret ballot, show of hands, or email ballot at an annual election to be conducted in either of the months of November or December at the discretion of the Executive Board.

SECTION B: Nominations shall be accepted from the membership-at-large and recorded by the Secretary prior to the election voting process. Candidates must indicate that they accept the nomination in person, by telephone, or in writing by signed and dated letter/e-mail to the President.

SECTION C: There shall be no absentee voting conducted by the Club at any time.

SECTION D: In the event of a tie in the voting for any office, then the race for that office will be decided by the toss of a coin.

SECTION E: Officers may be removed from office by two-thirds vote of a quorum after a show of due cause under the provision that the members are notified of such proposed action at the regular meeting prior to the meeting at which the action is to be taken.

SECTION F: Vacancies occurring between elections shall be filled by a special election at the regular meeting following the announcement of the resignation or withdrawal of the officer. Duties of the office shall reside with the President or his interim appointee unless otherwise directed by the Executive Board.

ARTICLE VI - MEETINGS

SECTION A: Regular meetings: The Astronomy Club of Asheville will hold its regular meetings once a month on the first Thursday of each month from 7 to 9 p.m. at a location agreed upon by the membership. Meeting times may vary in accordance with seasonal or astronomical conditions.

SECTION B: Special meetings: Special meetings shall be announced at a regular meeting of the Club for special events and/or activities.

ARTICLE VII - FINANCES

SECTION A: The Treasury of the Astronomy Club of Asheville shall be held in a checking and/or savings account. All 4 members of the Executive Board shall be authorized check signers while they hold office. Withdrawals will require the signatures of two members of the Executive Board.

SECTION B: The Executive Board with the approval of the Advisory Board shall be empowered to pay bills and make expenditures on behalf of the Club up to a sum of \$10,000.00 for any single item or purpose, between regular meetings. These payments and expenditures shall be reported by the President or Treasurer at the next regular meeting of the Club. Expenditures above \$10,000.00 must be approved by the membership at a regular meeting.

ARTICLE VIII - QUORUM

SECTION A: The minimum number of members of the Club that must be present for valid transaction of business at a regular meeting shall be 25 percent of the paid regular membership, which shall constitute a quorum.

SECTION B: The minimum number of members of the Club to participate in a valid transaction of business during an electronic meeting shall be 25 percent of the paid regular membership, which shall constitute a quorum. A transaction can be proposed for electronic voting to the ACA email list by any club member. Members will be allowed to discuss the proposed transaction for a minimum of two days. The President will then approve or deny the transaction for voting. If approved, the President will appoint a Teller to post the official transaction email and tabulate the voting results. Voting will take place for a minimum of three days and a maximum of five days from the date of the official transaction post. The expiration date for voting will be posted in the official transaction email. Voting results will be posted to the email list within seven days of the official transaction post.

ARTICLE IX - EQUIPMENT

SECTION A: Use of Club property or Club equipment for reasons other than associated Club activities must be approved by a combined two-thirds vote of the Advisory Board and Officers.

ARTICLE X - EARNINGS

SECTION A: No part of the net earnings of the Astronomy Club of Asheville shall inure to the benefit of its members, directors, officers or other persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purpose of this organization.

ARTICLE XI - DISSOLUTION

SECTION A: In the event of dissolution of the Astronomy Club of Asheville the residual assets of this organization shall be distributed to another IRS recognized Section 501(c)(3) non-profit organization for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. That organization should preferably also utilize the residual assets for the promotion of astronomy education and outreach.

ARTICLE XII - AMENDMENTS

SECTION A: This constitution may be amended by a two-thirds vote of a quorum at any regular meeting provided that the members are notified of such proposed action at the regular meeting prior to the meeting at which the action is to be taken.