

Constitution
Of the
Kern Astronomical Society

Article I - Name

The name of this Society shall be Kern Astronomical Society.

Article II – Purpose

The purpose of the Society shall be to advance the knowledge of its members in astronomy and related fields, to promote community awareness in the topics in astronomy and to promote fellowship and a sharing of experience among persons interested in astronomy.

The Society shall function as a non-profit corporation formed exclusively for the educational purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from the Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code.

Article III – Meetings

Section 1: Regular meetings shall be held on the first Friday of each month, except July, at 7:30 p.m. If the regular meeting falls on a holiday, or unforeseen circumstances prevent the holding of a meeting, then it shall be held on the following Friday at the discretion of the Board of Directors. Special meetings may be called by the President or by petition of any ten members with notice given at least 7 days in advance.

Section 2: The location of the meetings shall be determined by the general membership. In the event a location becomes unavailable the Board of Directors may determine an alternate temporary location.

Section 3: The regular meeting in September shall be an annual meeting at which officers are elected. All terms of officers and directors shall terminate at the end of the September annual meeting, upon election of new officers and directors.

Section 4: A majority vote of the members present at a regular meeting shall be required to conduct business.

Section 5: Meetings of the Board of Directors shall be held at least one week prior to a regularly scheduled general membership meeting at a time and place determined by the Board of Directors.

Article IV – Membership and Dues

Section 1: The membership shall be open to all persons who show an interest in amateur astronomy and related fields.

Section 2: Application for membership in the society shall be received by the Treasurer or designee and presented to the Board of Directors at their next meeting. Application must be accompanied by the first payment of dues

Section 3: Professionals in astronomy and related fields, deemed worthy of the society's recognition as such by the Board of Directors, may, with the approval of the members of the society, be granted all privileges of membership free of dues.

Section 4: Dues may be determined by the general membership present at a general meeting. Dues shall be paid annually. Members whose payments are due shall be notified by the Treasurer. Failure to pay the dues by the second regular meeting following that on which they are due shall result in the forfeiture of the privileges of membership.

Section 5: Upon acceptance of the application of a new member, the Treasurer may adjust the amount of dues required to reflect a prorated amount according to the end of the term.

Section 6: Establishment of a timetable for payment of dues may be adjusted by the general membership to coincide with payments to affiliated organizations, for insurance premiums or other annual fees.

Article V - Officers and Board of Directors

Section 1: The officers of the Society shall consist of the President, Vice-President, Secretary, Treasurer, and Star Party Coordinator. There shall also be two directors at large appointed by the President. The officers shall be elected at the September annual meeting. The officers and directors shall be the permanent members of the Board of Directors. At any meeting of the Board of Directors the officers and directors at large may elect two temporary board members from chairpersons of standing or temporary committees to be voting members at that meeting.

Section 2: Officers and directors may be nominated by a nominating committee or may be nominated from the floor. The nominee receiving the greatest number of votes shall be elected. The term of office shall be one year. In the case of a vacancy in any office, the Board of Directors shall appoint a member to fill the vacancy for the remainder of the term. No officer shall be elected at the September annual meeting to more than three consecutive terms in the same office.

Section 3: Non-voting members of the Board of Directors shall include the chairpersons or representatives of standing and temporary committees and members of standing positions such as Newsletter Editor, Website Manager, and Equipment Manager, who shall meet with the Board of Directors as needed.

Article VI – Amendments

Section 1: The Constitution and By-laws of the Society may be amended by a two-thirds vote of the membership present at a regular meeting, providing ten days' notice of the time and location of the meeting and the nature of the amendment shall be submitted to the members.

Article VII – Procedural Authority

Section 1: All questions and procedures not covered by the constitution or by-laws of the Society shall be governed by Robert's Rules of Order.

Article VIII – Newsletter

The name of the newsletter shall be *Syzygy*. The *Syzygy* shall be the primary venue for keeping members informed of upcoming events, current Society news, and official notices.

By-laws of the Kern Astronomical Society

Article I – Duties of the Officers

Section 1: The President shall preside at all meetings of the Society and Board of Directors, and shall perform all such duties incidental and properly required of the office. President shall appoint two Board Members at large. One of the two positions of Board member at large shall be the academic ambassador.

Section 2: The vice-president shall, in the absence of the President, exercise all of the functions of the President and shall exercise all of the powers and duties of that office. The Vice-president shall assist the President in coordinating programs for the regular meetings, and shall assist the Star Party coordinator with field trips.

Section 3: The Secretary shall keep records, submit notices, and make reports to the members and Board of Directors, and perform such duties as are incidental to the office.

Section 4: The Treasurer shall have charge of the funds of the society, shall conduct banking business. The treasurer shall keep a record of all earmarked donations.

Section 5: The Star Party Coordinator shall arrange and coordinate the astronomical events of the society including membership outings, public outreach events, and educational events such as for schools and special groups with the consent of the Board of Directors and/or general membership.

Section 6: Academic Ambassador. This position shall be granted to a high school student who would like the opportunity to pursue experience in leadership, and further their knowledge in the sciences. In position the Academic Ambassador shall be required to attend 6 total Kern Astronomical Society official meetings, and participate in at least 4 outreach events, during a span of one year. Process of application shall be a group interview conducted by the board of directors, during an official board meeting. Incentives of this position include; letters of recommendation, community service hours, and a endowment upon budget availability.

Section 7: The Directors shall advise and assist the officers.

Section 8: An officer who does not properly execute the duties of the office may be removed from office by a majority vote of the society body. Nominations for a replacement may be accepted immediately after the removal of the officer. The vacated position shall be filled by a special election to be held at the following meeting of the society members.

Article II – Duties of the Board of Directors

Section 1: A quorum shall be half of the members of the Board of Directors, and shall be necessary for the transaction of business at a board meeting.

Section 2: The Board of Directors shall conduct the business of the Society as directed by the membership.

Section 3: The Board of Directors shall consider items of New Business brought up at a regular meeting and other business presented at

a Board of Directors meeting, and shall make recommendations to the Society concerning courses of action.

Section 4: The Board of Directors shall audit all accounts.

Section 5: Any action required to be taken at a meeting of the Board of Directors, or any action which may be taken at a meeting of the Board of Directors may be taken without a meeting (informal action) if consent in writing setting forth the action so taken, is signed or e-mail consented by a majority of the Board of Directors.

Article III – Committees

Section 1: Committee chairpersons shall be appointed by the Board of Directors. Standing or functioning committees may recommend a chairperson to the Board of Directors for confirmation. Committees shall function under the direction of the Board of Directors and the membership of the Society.

Section 2: Requests for expenditure of funds allocated to committees shall be presented to the Board of Directors for approval and disbursement.

Section 3: The Equipment Committee, chaired by the Equipment Manager, shall be responsible for the maintenance and use of instruments and hardware belonging to the Society.

Section 4: The Communication Committee shall maintain the Society's website, publish the newsletter (*Syzygy*) and use other communication venues which facilitate the functioning of the Society. The *Syzygy* Editor and Website Manager shall be standing members of the Communication Committee.

Section 5: The Education and Awards Committee shall be responsible for developing and disseminating beneficial information and materials to the members, special groups, and the public and for dissemination and presentation of awards to the members and other deserving supporters.

Section 6: The Program Committee shall be responsible for providing helpful and interesting programs for meetings and community information programs and lectures.

Article IV – Budget and Expenditures

Section 1: Society funds shall be kept on deposit in a checking account, requiring the signature of at least two officers for withdrawals. Expenditures in excess of \$100.00 require approval of a majority of the Board of Directors.

Section 2: It is intended to use earmarked funds for the purpose for which they were donated. Funds accepted as earmarked donations for committees or special projects shall require at least a seven day notice to the membership prior to a vote on redistribution. Unspent earmarked donations shall be rolled over to the budget for the committee or ongoing special project the next year.

Article V – Conflict of Interest

Whenever a member has a financial or personal conflict of interest in any matter coming before the Board of Directors or general membership the affected person shall a) fully describe the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors or members determine that it is the best interest of the Society to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.