

# Constitution and Regulations of the Chagrin Valley Astronomical Society

## Article I Name Of Organization

- Section 1 This organization shall be known as the Chagrin Valley Astronomical Society.
- Section 2 This organization's business address shall be as specified in the Bylaws.
- Section 3 All incoming and **copies of** outgoing mail concerning the business of this organization shall become the exclusive property of the organization, and shall be kept by the Secretary.

## Article II Purpose Of Organization

- Section 1 The Chagrin Valley Astronomical Society shall be founded as a non-profit educational and scientific corporation under Section 501 (c) (3) of the Internal Revenue Code of 1954, in the State of Ohio, County of Cuyahoga.
- Section 2 This corporation is organized exclusively for educational and scientific purposes, including for such purposes:
- a) The making of distributions to organizations that qualify as exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).
  - b) Perfecting the skills and increasing the knowledge of Astronomy among the general public.
  - c) Promoting and encouraging interest in the vocation of Astronomy among the general public.
  - d) Owning and operating an astronomical observatory for research and educational purposes.
  - e) Conducting astronomical research, results of which shall be available to any interested persons.
- Section 3 No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II, Section 2. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.
- Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal

Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

- Section 4 Upon the dissolution of the corporation, the trustees shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) or the United States Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) as identified in Article VI, Section 7. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal 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.
- Section 5 The trustees of this organization shall be the President, Vice-President, Secretary, Treasurer, and Observatory Director will be elected in accordance with Article IV, Sections 2 and 3.

### Article III Membership

- Section 1 Any Person 12 years of age or older interested in Astronomy shall be eligible for membership. Family memberships are also available to two or more individuals from the same family. At least one of these individuals must be 18 or older
- Section 2 Election to membership shall be by a majority vote of the trustees. CVAS observes equal opportunity for membership regardless of race, religion, sex, color, creed, or physical impairment
- Section 3 Twelve consecutive absences shall be cause to be considered an inactive member for the purpose of voting.
- Section 4 ~~Members must pay dues regularly.~~ Five months delinquency in dues shall be cause to be considered an inactive member.
- Section 5 Members can become inactive voluntarily.
- ~~Section 6 The membership list shall be revised monthly to include all active members for the purpose of voting. (Repealed – 2/26/11)~~
- Section 7 Members may be removed from the organization only by a  $\frac{3}{4}$  vote of all active members.
- Section 8 Inactive members or other members of the astronomical community who have made a contribution to this organization may be designated honorary members by a majority vote of the active members present at a regular monthly meeting.

These honorary members shall have no voting privileges or dues paying responsibilities.

Section 9 Inactive members upon becoming active again must pay back dues up to six months.

#### **Article IV Officers**

Section 1 The officers of the organization shall be as follows: President, Vice-President, Secretary, Treasurer, Assistant Treasurer, Director of Observations, Observatory Director, Historian, and Editor.

Section 2 The election of officers shall take place at the November meeting each year. The election becomes effective immediately.

Section 3 The election of officers shall be by a plurality of active members. A tie shall require a run-off. If after two ballots a tie still exists for any office, the winner shall be the candidate with the better attendance record during the preceding year.

Section 4 Elections shall be held whenever an office is vacant. The election shall be for the vacant office only.

Section 5 Officers may resign by giving written notice to the Secretary.

Section 6 The agent for service of process shall be as designated in the Bylaws and elected in the same manner as the officers, with no limit on the length of the agent's term of office.

Section 7 The President shall conduct regular and special meetings, and speak for the organization when representation is required.

Section 8 The Vice-President shall act as President if that officer is absent or unable to perform his duties. The Vice-President shall be chairman of the publicity committee, which directs the public relations of this organization with the community. Other members of the publicity committee shall be elected in the same manner as the other officers.

Section 9 The Secretary shall keep the minutes of all meetings and handle any communications with other organizations pertaining to the business of the organization.

Section 10 The Treasurer, **and when needed Assistant Treasurer** shall collect dues or other monies which may be due this organization, keep records of and the possession of all organization financial transactions, and keep attendance records at monthly meetings for the purpose of determining active members.

Section 11 The Director of Observations **shall keep the membership informed about upcoming astronomical events** and coordinate observation programs and communicate these observations with other organizations to which they may be useful.

- Section 12 The Observatory Director shall be responsible for the care of all this organization's buildings, telescopes, equipment and grounds.
- Section 13 The Historian shall keep all publications received by this organization and allow for their free circulation to the members of the organization. The Historian shall keep the organization's scrapbook and history current.
- Section 14 The Editor shall be responsible for the editing, printing, and distribution of the news letter.
- Section 15 Officers may be changed by referendum by a ¾ vote of all active members.
- Section 16 Officers must remain active members. Upon becoming inactive, the member's office shall be declared vacant.
- Section 17 If neither the President or Vice President is available to conduct the regular monthly meeting, then this duty shall be assumed by one of the following officers, in this order: Secretary, Treasurer, Observatory Director, Editor, Director of Observations.

#### **Article V Meetings**

- Section 1 Regular monthly meetings shall be held at a time and place as specified in the Bylaws, unless otherwise notified. A schedule of monthly meetings shall be announced to the membership at least one month prior to taking effect.
- Section 2 Special meetings at which no business is transacted may be held at any time.
- Section 3 A quorum to conduct business at a regular monthly meeting shall be at least 1/3 of the active members.
- Section 4 Only active members can vote on organization business. A family membership will have one vote on any issue.
- Section 5 Organization business must be approved by a majority vote of the active members present at a regular monthly meeting.
- Section 6 Special recognition of the contributions by members of this organization may be given from time to time. A majority vote of active members shall be required.

#### **Article VI Dues And Finances**

- ~~Section 1 Initiation fee for joining the organization shall be \$1.00. (Repealed on 1-2-2000)~~
- Section 2 Monthly individual and family membership dues shall be \$4.00. In lieu of a family membership, monthly dues shall be \$2.00 for members 16 years of age or younger. Dues are payable at anytime.
- Section 3 Changes in the monthly dues or the initiation fee can be made by a 2/3 vote of all active members.

- Section 4 Monies acquired by this organization shall become part of the treasury and shall not be distributed to its members except as compensation for services or payment of obligations incurred by the organization, and only upon approval at a regular monthly meeting.
- Section 5 All **project** expenditures of this organization over \$100 must first be approved by a majority vote of all active members present at a regular monthly meeting. Expenditures less than \$100 can be made by officers on behalf of this organization, however, reimbursement for such expenditures must be approved at a subsequent regular monthly meeting by a majority vote of all active members present.
- ~~Section 6 This organization shall pay half of the fuel expenses for trips to astronomical lectures or conventions, up to 150 miles. This money or any additional compensation must be approved at a regular monthly meeting prior to the event. (Repealed on 1-2-2000)~~
- Section 7 Upon dissolution, all assets of this organization shall be sold, and all funds will be donated to the Geauga Park District.
- Section 8 Individuals can purchase a lifetime membership in the organization, instead of paying monthly dues. The cost of a lifetime membership shall be \$500.00.

## **Article VII Constitutional Changes**

- Section 1 This constitution may be amended by an **affirmative** vote of  $\frac{3}{4}$  all active members.

### **Amendment 1**

- Section 1 This organization may establish bylaws by a majority vote of all active members.
- Section 2 Bylaws shall be concerned with but not limited to specific areas not covered by the constitution.
- Section 3 Bylaws shall not take precedence over the constitution.

### **Bylaws**

- Section 1 This organization's business address shall be P.O. Box 11, Chagrin Falls, Ohio 44022.
- Section 2 The agent for service of process shall be: Steve Fishman, 210 Stonebrooke Oval, Orange Village, Ohio 44022.
- Section 3 Regular monthly business meetings shall be held monthly in a place and at a date and time published at least one month in advance.

Section 4      Privileges of membership include the use of Indian Hill observatories. Members who wish to use the observatories must be 18 or older. Members under 18 must be accompanied by another approved member who is 18 or older. New members must first be approved by the Observatory Director before they can use any of the club observatories

Revised: March 7, 2011