

# *Constitution of the Cedar Amateur Astronomers, Inc.*

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## ***Be it Known:***

The name of this amateur society shall be known as the Cedar Amateur Astronomers, Inc. with its livelihood vested in the spirit of its members.

The purpose of this organization is to promote study and interest in astronomical topics within the membership and among the public via dissemination of knowledge and ideas through lectures, meetings, presentations, displays, discussions, and outdoor activities.

## **By-Laws**

### ***Article I Membership***

1. Any person of any age with a sincere and enthusiastic interest in astronomy and its branches of study shall be eligible for membership in the organization and its privileges.

### ***Article II Government and Election of Officers***

1. The government of this organization shall be vested in the membership under the direction of its officers.
2. Officers shall be chosen during the annual elections held during the last meeting of the current calendar year. The members elected shall hold office for a period of one year or, if a successor cannot be appointed, until a successor can be duly elected.
3. The selection of candidates shall be by nomination from the floor followed by a second of the motion from another member. After all petitions of nomination are heard, the votes shall be cast by secret ballot which shall be counted by the treasurer who is currently in office.
4. Nominations, followed by voting, shall be performed for one office at a time during the election beginning with the office of the President followed in order by the Vice President, the Secretary, the Treasurer, and the Vice Secretary/Treasurer.
5. A majority vote is necessary for any nominee to win the election.
6. If a majority vote cannot be reached, all but the top two vote-taking candidates will be eliminated and the vote shall be retaken.
7. Nominees shall be regularly attending members.
8. The newly-elected officers shall take office on the first day of the following calendar year except in the case of a special election where the successor shall take office immediately.
9. Winning candidates of special elections shall serve in their posts until the next regular

election.

10. Any officer who is found absent from three or more consecutive business meetings shall automatically relinquish his post and the alternate officer shall call for a special election where the successor shall take office immediately. Extenuating circumstances, such as hospitalization or long-term illness, will not make this rule binding.

### ***Article III Duties of the Officers***

1. The President, as chief executive of the organization, shall preside over the organization's meetings and club affairs such as membership, public relations, fund-raising, newsletter publication, and establishing special committees.
2. The Vice President shall preside over meetings in the President's absence and shall assist the President with his duties specified in paragraph 1.
3. The Secretary shall keep a permanent record of all of the regular minutes of all business meetings and shall act as the custodian of all club records and documents. The Secretary shall make the minutes of the previous meeting available at the next business meeting for inspection by the membership.
4. The Treasurer shall be responsible for the collection of dues payable, issue checks at the direction of the President after two-thirds approval by attending members, and shall keep detailed records of the organization's funds. The Treasurer shall give a detailed report of the organization's finances when directed to do so by the President.
5. ~~The Vice Secretary/Treasurer shall act in the Secretary's and/or Treasurer's absence and temporarily fulfill their capacities as outlined in paragraphs 3 and 4. Note: Office deleted by Amendment VIII.~~

### ***Article IV Meetings***

1. ~~Regular business meetings shall be held every first Saturday of the month unless an alternate date is declared by the President for a specific meeting. (Note: Changed by Amendment IV.)~~ Special meetings may be set by the President or by a motion from the floor which shall be subject to member approval by a simple majority vote.

### ***Article V Quorum***

1. This shall be defined as the number of members as is necessary for deliberation and legal transaction of the organization's business, specifically in voting. Two-thirds of average business meeting attendance of the previous six meetings constitutes a quorum.

### ***Article VI Conduct of the Floor***

1. Except as provided elsewhere in this constitution, the floor shall remain open for casual discussion unless the presiding officer otherwise directs each speaker to be recognized by the chair.

### ***Article VII Committees and Delegates***

1. The President shall determine the necessary committees to fulfill the objectives of the organization.
2. The President shall select the Chairperson and other committee members necessary for filling the committee seats and shall act as advisor to the committee.
3. The officers shall convene, when necessary, to select a member of the organization to represent the society at various regional, state and national conventions and similar functions.

***Article VIII***  
***Voting***

1. Unless otherwise outlined in these by-laws, any measure voted upon by the membership is considered approved by a simple majority approval.
2. Discussion of any measure shall be followed by a motion which shall be seconded from the membership before a vote on the measure can be taken.

***Article IX***  
***Dues***

1. Annual current dues of the organization shall be set as prescribed by a two-thirds vote of the membership.
2. The prescribed dues shall be payable at the first meeting of each year beginning in January.

***Article X***  
***Amendments***

1. A committee shall be established by the President to draft any necessary amendments which shall then be submitted to a vote for adoption by the membership.
2. The constitution must be amended by a two-thirds vote of the attending membership.
3. Any alteration or addition to these by-laws shall be done through the amendment procedure.

***Article XI***  
***Adoption***

1. The constitution and its by-laws shall be formally adopted by the membership at the ratification meeting with a two-thirds majority approval.

Adopted this 29th day of September, nineteen hundred and seventy-nine

Frank L. Olsen, President

Douglas M. Slauson, Vice President

Steven J. Phillips, Secretary

James L. Browne, Treasurer

Frank Vasquez, Jr., Vice Secretary/Treasurer

*Amendments  
to the  
Constitution  
of the  
Cedar Amateur Astronomers, Inc.*

**Amendment I.  
Board of Directors**

1. A board of directors shall be established to discuss matters of concern to the organization when circumstances deem such meeting to be necessary.
2. The board of directors shall consist of the officers currently serving the club offices with the president acting as the board chairman and the vice president acting as the vice chairman. The most recent past-president shall also serve as a board member.
3. The secretary shall keep records of the proceedings at all board meetings.
4. Minutes of the board meetings shall be made available for inspection at the regular business meetings.
5. The president, after thorough discussion with the other officers, shall announce the time, date, and location of the future board meeting(s).

*Adopted July 5th, 1980*

**Amendment II.  
Change of Name**

1. The name of the organization shall be changed to, and henceforth shall be known as, the Cedar Amateur Astronomers, Inc.
2. The previous name of the organization, the Cedar Valley Astronomers, is hereby abolished.
3. The constitution, including its articles and amendments, shall be altered to reflect this change.

*Adopted November 1st, 1980*

**Amendment III.  
Vacancy of an Office**

1. In the case of the vacancy of an office because of resignation, death, or removal, the president or, in his absence, the vice president shall call for a special election to fill the vacancy.
2. Officers may be removed by a two-thirds majority vote of the membership, providing that the members in attendance constitute a quorum. Intent to make a motion for removal must be announced at the previous month's business meeting.
3. The newly-elected officer shall take office immediately after the special election.

*Adopted July 10, 1982*

**Amendment IV.  
Establishing Meeting Dates and Times**

1. The dates and times of the organization's regular business meetings shall be established and changed as deemed necessary by the membership.
2. Any change to the dates and times of regular business meetings shall be subject to a two-thirds vote of approval by attending members at a regular business meeting.

*Adopted December 4, 1982*

**Amendment V.  
Program Coordinator**

1. A permanent position for a program coordinator shall be established to direct the programming of club activities such as presentations, films, workshops, discussions, and outdoor activities.
2. The program coordinator and astronomy section leaders may work in conjunction with, but independent of, each other when planning outdoor activities.
3. The program coordinator will report to the president and will give status reports at the monthly business meetings when deemed necessary by the president.
4. The president will appoint a program coordinator at the first business meeting of each calendar year.

*Adopted December 5, 1984*

**Amendment VI.  
Publicity Coordinator**

1. A permanent position for publicity coordinator shall be established to direct publicity activities for the organization.
2. The publicity coordinator shall be responsible for posting public notices for meetings and outdoor activities.
3. The publicity coordinator will report to the president and will give status reports at the monthly business meetings when deemed necessary by the president.
4. Public announcements are subject to approval by the president at the president's discretion.
5. The president will appoint a publicity coordinator at the first business meeting of each calendar year.

*Adopted December 5, 1984*

**Amendment VII. Observatory Committee  
(Superseded by Amendment XIII)**

- ~~1. A permanent observatory committee shall be established to administer the use and activities of the Palisades Dows Observatory.~~
- ~~2. Administration of the observatory shall be in cooperation with the Linn County Conservation Commission.~~
- ~~3. The observatory committee shall be composed of three members of whom two are appointed at the first meeting of the calendar year by the president. The third seat shall be~~

~~occupied by a director who will serve as the chairperson of the committee.~~

~~4. The director shall be nominated for a two-year term by the president during the first business meeting of each alternate calendar year. The nomination must be approved by a majority vote by the attending members.~~

~~5. The observatory committee shall be responsible for the general direction of the observatory, the equipment, and the program of activities.~~

~~6. The director will be responsible for the ultimate supervision of the observatory. All activities, activity requests, equipment maintenance, and other day-to-day activities of the observatory shall be scheduled through the director or, in his absence, another observatory committee member who, in turn, will coordinate with each other and the director.~~

~~7. The director shall give status reports during the monthly business meetings as deemed necessary by the president.~~

~~8. The committee shall meet and confer when deemed necessary by the director.~~

~~9. The decisions of the observatory committee shall be subject to approval by the membership as deemed necessary.~~

~~10. A fourth committee position may be established and filled by a representative of the Linn County Conservation Commission as deemed necessary by the commission.~~

~~11. The director shall coordinate the administration, use, and activities of the observatory with the other committee members.~~

*Adopted December 5, 1984*

**Amendment VIII.  
Abolishment of the Office of Vice Secretary/Treasurer**

1. The office of Vice Secretary/Treasurer is hereby abolished.

*Adopted December 5, 1984*

**Amendment IX.  
Expenditures**

1. Major expenditures requiring disbursements from the treasury shall require majority approval from the floor following the voting procedure outlined in Article VIII.

2. Expenditures for minor, normal club expenses such as newsletter costs, postage, reimbursements for expenses incurred by members on behalf of club business, etc., shall not require majority approval unless such expenditures exceed the maximum limit prescribed by legislation.

3. The maximum limit for minor expenditures may be changed as deemed necessary by majority approval.

4. All minor expenditures by individual members requiring reimbursement from the treasury are subject to prior approval from the president, observatory committee chairperson, or other appropriate committee chairperson, as determined by the type of expenditure. Recurring expenses, such as newsletter costs, shall require no prior approval

because of their periodic nature.

*Adopted December 7, 1995*

**Amendment X.  
Membership Period and Dues**

1. Payment of prescribed dues shall be necessary to maintain normal organization membership for 12 months starting with the first day of the month following receipt of the prescribed dues.
2. Honorary memberships may be awarded to deserving individuals or groups if so decided by majority vote. Honorary members are not required to pay dues, may not hold club offices, and have no voting rights in club affairs. Further conditions of the honorary membership including duration of the honorary membership may be specified prior to the majority vote.
3. If an honorary member desires normal organization membership, payment of prescribed dues automatically vests the honorary member with full membership rights, privileges, and obligations for a period of 12 months starting with the first day of the month following receipt of the prescribed dues.

*Adopted March 7, 1996*

**Amendment XI.  
Outreach Committee**

1. A permanent Outreach Committee shall be formed with the publicity coordinator as one of its members. Other members may volunteer or be appointed by the president or membership to serve on the committee.
2. The committee shall meet at regular intervals and give status reports to the membership during the regular monthly business meetings as deemed necessary by the president.
3. It shall be the function of the Outreach Committee to:
  - a) assist the membership in the recruitment of new members;
  - b) publicize the events of the Cedar Amateur Astronomers, the activities of its members, and the goals of the organization;
  - c) serve as liaison between the Cedar Amateur Astronomers and the community;
  - d) coordinate or facilitate fund raising efforts and donations toward the specific goals of the Cedar Amateur Astronomers;
  - e) accomplish any other duties as assigned by the membership or president.

*Adopted May 2, 1996*

**Amendment XII.  
Librarian**

1. A permanent position for a librarian shall be established to administer the club's collection of books, magazines, slides, videotapes, newsletters, photo albums, historical documents, and similar items.

2. The librarian shall maintain a record of all materials in the library.
3. The librarian shall act as custodian of the library materials unless a suitable permanent location is found to store the materials.
4. The librarian shall periodically make the library's materials available to club members.
5. The president will appoint a librarian at the first business meeting of each calendar year.

*Adopted January 8, 1998*

**Amendment XIII.  
Observatory Committee**

1. A permanent observatory committee shall be established to administer the use and activities of the Palisades-Dows Observatory, also known as Eastern Iowa Observatory and Learning Center (EIOLC).
2. Administration of the observatory shall be in cooperation with Linn County Conservation.
3. The observatory committee shall be composed of a director, who will serve as the chairperson of the committee, and a minimum of three general committee members.
4. The director shall be nominated for a two-year term by the president during the first business meeting of each alternate calendar year. The nomination must be approved by a majority vote by the attending members. The office of the director of the observatory committee shall be considered as an officer of the association with respect to Vacancy as directed by Amendment III.
5. The general committee members, minimum of three, shall be selected by the Director of the observatory committee and approved by the president each year.
6. Additional members of the committee, or entire subservient ad-hoc committees, as deemed necessary by the director to serve specific functions for the committee may be selected by the director. Such additional members will not vote on decisions of the overall committee but may request action by the committee on areas of concern regarding their function.
7. The observatory committee shall be responsible for the general direction of the observatory, the equipment, and the program of activities.
8. The director shall ultimately be responsible for the supervision of the observatory. All activities, activity requests, equipment maintenance, and other day-to-day activities of the observatory shall be scheduled under the supervision of the director.
9. The observatory committee should create and maintain a set of goals, plans, and procedures to follow in conducting the observatory activities and business.
10. Operation, maintenance and improvements of the learning center and observatory buildings and grounds produces income and incurs expenses which shall be reported to the association treasurer and tracked separately. Expenses may be incurred by the activities of the committee which will not require approval of the general membership so long as the expenses are less than the smaller of an amount prescribed by legislation or the balance of the observatory fund.
11. The director or designated assignee shall give status reports during the monthly business meetings as deemed necessary by the president.
12. The committee shall meet and confer on a regular basis and at other times when deemed necessary by the director.
13. The decisions of the observatory committee shall be subject to approval by the membership as deemed necessary through a motion for such approval.
14. Following adoption and upon the effective date of this amendment, Amendment VII is



hereby abolished.  
15. Upon adoption, the provisions of this amendment become effective Jan 1, 2013.

*Adopted June 7, 2012*