

# **Constitution of the Morris Museum Astronomical Society**

## **Article 1 - Name**

The name of this organization shall be the Morris Museum Astronomical Society (MMAS).

## **Article 2 - Purpose**

The purpose of this society shall be to foster an interest in astronomy and to afford an opportunity to participate in astronomical activities.

## **Article 3 - Membership**

Section 1: Membership shall be by family. Dues shall be established by a vote of the Board of Directors.

Section 2: Honorary membership shall be granted at the discretion of the Board of Directors and shall be without dues requirement. The vote to grant honorary membership requires two thirds of the Board of Directors in favor. An honorary member will be able to vote if they are a Board member and attend Board meetings.

## **Article 4 - Officers and Directors**

Section 1: The Executive Officers of the society shall be the President, Vice President, Secretary, and Treasurer. Executive Officers will serve for a 3-year term.

Section 2: The Board of Directors shall be composed of the Executive Officers, the Morris Museum Liaison, and the Standing Committee Chairs.

Section 3: In the event that an Executive Officer of this society cannot for any reason fulfill his/her term of office, the Board of Directors will appoint a successor to fill the unexpired term.

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Section 4: The Executive Director of the Museum will appoint a staff member as Liaison. Duties of the Liaison shall be as prescribed by the Executive Director of the Morris Museum.

## **Article 5 - Committees**

Section 1: The Chair of each Standing Committee shall be nominated by the President in the month of September. In November, the Board of Directors shall vote in favor by two thirds before the Chair may take his/her office in January of the following year. The Chair will remain in office and will have the right to vote until his/her successor takes office.

Section 2: Terms of the Standing Committee Chairs will be for one (1) year, from January 1st to December 31st.

Section 3: Standing Committee members will be chosen by the respective committee chair and approved by the Board of Directors.

Section 4: No new Standing Committees may be formed unless the Board of Directors votes in favor of it.

## **Article 6 - Elections**

Section 1: Election of the Executive Officers shall be by majority vote at the November general meeting prior to the expiration of their term.

Section 2: One ballot will be sent per family.

Section 3: Ballots will be sent out no later than 5 business days before the November general meeting.

Section 4: Ballots may be returned at any time prior to the date of the November meeting. A vote cast in person at the November meeting shall override any returned ballot.

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Section 5: The terms of office of Executive Officers shall run from January 1 following the election until December 31 of the year in which the term expires, or until their successors are elected.

## **Article 7 - Meetings**

Section 1: The regular meeting shall be held on the second Saturday of the month or as set forth in a notice of such meetings.

Section 2: Special meetings of the Society may be called at any time by the President or a majority vote of the Board of Directors.

Section 3: The Board of Directors shall meet as often as deemed necessary at the call of the President or a majority of the Board.

## **Article 8 – Amendments**

Section 1: Proposed amendments to the Constitution or By-Laws of this Society shall be posted for review and comment by the general membership for a period of at least 15 days. Following review of the comments, amendments shall be voted on and approved by a two thirds majority of the Board of Directors. Amendments that are approved by the Board shall become effective immediately.

Section 2: Publication in the Heavenly Herald or a post to the club website or social media shall constitute a posting satisfying Section 1 of this Article.

## **Article 9 - Assets of the Society**

In the event of dissolution of the Society, the club's approved Dissolvement Plan shall be followed to disburse any remaining assets.

## **Article 10 - Cancellation Clause**

The adoption of this Constitution automatically cancels all previous constitutions and amendments.

# **Constitution of the Morris Museum Astronomical Society**

Adopted (revised) February 14, 2024  
Ronald Russo    Anthony J. Pisano  
Rule and Credential Committee

# Constitution of the Morris Museum Astronomical Society By-Laws

## Article 1 - Duties of Executive Officers

Section 1: The **President** shall preside over all meetings of the Society and of the Board of Directors. The President shall be an ex-officio member of all committees and shall nominate all committee chairmen.

Section 2: The **Vice President** shall be vested with all the powers and shall perform all the duties of the President immediately in the absence of the latter. No vote, meeting or activity will be canceled or delayed waiting for the President's return.

Section 3: The **Secretary** shall keep the minutes of all meetings of the Society and the Board of Directors, handle the correspondence, maintain the records of the Society as the Board may designate, and perform such other duties as may be assigned by the Board of Directors. In the absence of the President and the Vice President, the Secretary will perform the duties of the President.

Section 4: The **Treasurer** shall keep all records of dues receipts, as well as all other monies. All Society monies shall be turned over to the Museum Financial Manager for recording in the account of the MMAS and for ultimate deposit in a financial institution designated by the Museum. The Treasurer shall authorize payment of all bills after they have been approved by the Board of Directors. The Treasurer shall present a report of receipts and disbursements at least annually, or whenever requested by the Board. The Treasurer shall reconcile the balance in his ledger with that stated in the Society's account in the Museum's ledger at least twice a year. As soon as possible following the December reconciliation, the Treasurer shall present a report to the Board of directors, highlighting the major financial events of the year. In the absence of the President, Vice President, and the Secretary, the Treasurer will immediately perform the duties of the President.

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Section 5: The Board of Directors shall constitute the governing body of the Society.

Section 6: Members of the Board of Directors shall be entitled to only one vote on the Board regardless of the number of positions they may hold.

Subsection 1: The President will not have a vote in meetings of the Board of Directors except in the case of a tie vote.

Subsection 2: All members of the Society have the right to attend any business meeting, unless for a specific reason that meeting shall be closed.

Section 7: Any Executive Officer or Board member derelict in his/her duties, and any general member whose conduct is such as to be considered detrimental to the welfare or reputation of the Society may be removed from office or membership by a two thirds affirmative vote of the Board of Directors.

Section 8: Nominations (including self-nominations) for any Executive Office must be in writing and be in the Secretary's possession no later than September 30th. All nominations shall be presented to the membership, in writing, at least 5 days prior to the date of the election. If there is more than one candidate for any office, an asterisk shall indicate any candidate(s), that are recommended by the Board of Directors.

## **Article 2 - Standing Committees**

Section 1: The Program Committee shall plan programs, solicit guest and member speakers, obtain films and other graphic material, and assist in presentations for each general meeting as required.

Section 2: The Publication Committee shall edit, publish, and distribute the Heavenly Herald. The committee shall also solicit literary articles from members and other sources for publication therein. The committee shall

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also be responsible for the publication and content of the club website and any and all social media posts.

Subsection 1: No publication will be released or printed unless the Chair of the Publication Committee or, in his absence, the President, authorizes it.

Section 3: The Rule and Credential Committee shall generate amendments to the Constitution and By-Laws for the Society and present them for comment by the general membership and adoption by the Board of Directors.

Subsection 1: The committee shall resolve any dispute that members, Executive Officers, and Board of Directors cannot resolve. Roberts Rules of Order will be used in all cases if possible. The committee shall have up to 15 days to resolve a dispute.

Subsection 2: This committee shall consist of 3 members only. Chair, Rules Person and Credential Person. All 3 members will be nominated by the President and must be confirmed by two thirds of the Board of Directors before they may take their posts.

Subsection 3: All decisions made will be by majority vote of this committee.

Section 4: The Observing Committee shall be responsible for public outreach, astronomical observations, research, astrophotography, and related activities.

Section 5: The Membership Committee shall be responsible for promoting membership and membership retention, keeping records of current membership, administering the Night Sky Network membership roster, and notifying members of dues renewal dates.

## **Article 3 - Term of Office**

Terms of Executive Office shall be for 3 years. There shall be no term limits for Executive Officers or other Board Members.

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## **Article 4 - Dues and Fees**

Section 1: The amount of all dues and fees shall be determined, regulated or altered, by two thirds vote of the members of the Board of Directors.

Section 2: Dues are to be paid annually on a rolling basis determined by the original membership date. Any member whose dues are in arrears more than 2 months after their renewal date shall forfeit membership. Any member paying their dues within 2 months of forfeiture shall have their membership reinstated as of the original renewal date.

## **Article 5 - Quorum**

Section 1: A quorum for a membership vote shall be 25% or more of the club members.

Section 2: A quorum for a meeting of the Board of Directors shall be 50% of its members.

## **Article 6 - Cancellation Clause**

The adoption of these By-Laws automatically cancels any previous by-laws and amendments.

Adopted (revised) February 14, 2024  
Ronald Russo    Anthony J. Pisano  
Rule and Credential Committee