

SANTA CRUZ ASTRONOMY CLUB POLICY MANUAL

June 12, 2014

The policy manual shall be used as a reference to conduct the day to day operations of the club insofar as it does not conflict with these by-laws or the Articles of Incorporation. The by-laws will govern should a conflict arise with the policy manual.

The policy manual is part of the by-laws and may be amended or modified by a majority vote of the board at a duly called board or regular member meeting. The effective date of the policy manual may be changed independently of the effective date of the by-laws after modification, or revision.

Should a question arise as to the handling of any issue that is not covered or not covered adequately in the in the policy manual, please refer to the by-laws for clarification.

ARTICLE 1

Section 1. Objectives and Purposes

The purpose of the club is to educate and inform the public and other club members in all aspects of astronomy. All of the club's efforts will be in this direction. In order to fulfill this mission the club may conduct any appropriate public outreach programs such as star parties, school lectures and other related activities. Club meetings will be held to further the astronomical education of our members and the public. Club loaner scopes may be made available to members.

Interested non-members are, and will always be welcome and encouraged to participate in club activities. (See Section 4).

Section 2. Directors

The board will normally consist of five directors. They will be elected at the annual regular members meeting in December. Each director will serve for a period of twelve months. There are no term limits. Directors must maintain their membership throughout their entire term.

The members will elect the directors. Although the directors will then normally elect the club officers, the members may elect a director that is associated with an officer position. For example, a member may be nominated and elected to both the director/treasurer offices. For a board consisting of five members, there will be one director-at-large elected since there are only four officer positions and five director positions.

Directors must announce any conflict of interest or potential conflict of interest on matters requiring a vote of the board. Directors will annually acknowledge that they have read and have had the opportunity to print a copy from the website, and consent to, and will comply

with the conditions of the conflict of interest policy (By-laws Article 9). Directors may register their consent to this requirement orally at any board or regular members meeting provided that such oral waiver is noted by director name in the meeting minutes. This may be accomplished at the January meeting to cover the entire year.

Section 3. Board Meetings

Ideally, the board will convene once per month to conduct the business of the corporation. A meeting will be held at least once per quarter. These meetings may be held in conjunction with regular member meetings.

Board meetings may be held at any location unanimously agreed upon by the directors. Telephone or e-mail may be used to set a meeting. Normally the board will convene at the home of one of the directors once each month. Other places, such as a restaurant are acceptable. The Scout House is only available for the monthly member meetings at the times specified in the rental contract.

A board meeting called by telephone or e-mail will be called at least 48 hrs prior to the meeting being held. Board members are individually responsible for maintaining the currency of their phone number, mailing address and e-mail address held by the club.

Directors may waive the notice of meeting requirement orally at any board or regular members meeting provided that such waiver is noted by director name in the meeting minutes. This may be accomplished at the January meeting to cover the entire year.

Board meetings will normally be conducted by Roberts Rules of Order, but may be waived in order to conduct the meeting in a more informal manner. All votes and the issue voted on, regardless of the manner in which the meeting is conducted shall be recorded in the meeting minutes. Votes will be recorded as either unanimous or if not unanimous, by director name and vote choice.

In order to conduct any club business there must be quorum of board members. A quorum is a majority of the authorized number of directors. For example, if the board is comprised of five directors, three must be present to provide a quorum. (5/9, 5/8, 4/7, 4/6, 3/5, 3/4, 2/3). If a different number of directors are elected (i.e. if only four individuals are elected to the board) the new number of required board members will be entered into the election meeting minutes, and a new quorum number will apply. If the number of directors falls below three refer to by-laws Article 2, Section 1.

The board will attempt to obtain liability insurance annually. If insurance is found to be too expensive this must be entered into the next board meeting minutes as evidence of the attempt.

Section 4. Officers

The club officers will consist of a president, vice-president, secretary, and treasurer.

The board normally elects the officers. However, due to the low number of eligible and interested persons, the members may elect a director/officer by ballot or voice vote with the understanding that that director will be elected to a particular officer position (i.e. a member may be elected by the members to both a director/treasurer office).

(a) Duties of officers

- (1) President – manages the business of the corporation within the limits set by the board, supervises and manages the activities of the other officers and committees. Keeps the club calendar up-to-date. Makes sure that club contracts and permits (Scout House and Chews Ridge, government tax filings...) are kept current. The president may delegate any duties as may be required.
- (2) Vice-president – acts in place of the president should the president be unavailable. Generally responsible for organizing and scheduling meeting programs.
- (3) Secretary – documents all aspects of club business to include a detailed record of all meeting minutes, facility contracts and permits, annual government financial filings, revise and publish revisions to the by-laws and policy manual, as well as other duties as may be assigned by the board. These records may be kept in electronic digital form as long as there are hard copies of the facilities contracts and permits and annual government financial filings. The secretary will post board meeting minutes to the club website after they have been accepted/approved. Member meeting minutes will be posted to the website for member review and then approved by the membership at the next member meeting. The BOD will approve the BOD meeting minutes. All electronic documentation will be backed-up at least monthly in case of accidental loss.

The only club documents posted to the club website should be the Articles of Incorporation, by-laws, board and member meeting minutes, the policy manual and the privacy policy.

- (4) Treasurer – manages the membership records and financial business of the club.

The treasurer will keep a log of members that includes at the minimum, the members name and date of joining the club, home address, telephone number and e-mail address, and the date of the members last annual membership renewal. This log will be maintained in a database and will be considered the equivalent of the Membership Book.

The treasurer will keep a list of active members and a list of non-active members. The active list will be submitted to the board monthly and prior to each monthly regular members meeting or upon request.

The treasurer will maintain the club's financial books utilizing software appropriate to the task that can categorize and itemize deposits and expenditures as well as produce detailed reports. Quicken is recommended and the application disc is provided for the treasurer in the checkbook pouch as well as a flash drive for back-ups of all data. All electronic records will be backed-up at least monthly on the provided flash drive to ensure data recovery in case of loss.

The treasurer will balance the checkbook and Quicken monthly and will provide, quarterly, a financial report to the members at a regular meeting. In addition, a detailed end-of-year expense report will be submitted to the board and members at the February meeting.

The treasurer will insure that there are adequate qualified individuals on the checking account signature card to cover unexpected circumstances when the treasurer is unavailable to write checks.

In the absence of the president and vice-president at a meeting, the director-at-large will conduct the meeting or assume the duties of the president. The secretary or treasurer may not act or serve as president. However, the president may act or serve as secretary or treasurer.

Section 5. Electronic Communications and Board Action

The board may find that occasionally they will need to conduct the business of the club via e-mail. Issues of policy should be conducted at a duly scheduled board meeting. It is always the directors' responsibility to maintain an accurate and working e-mail address. Day to day operations may be conducted via e-mail under the following conditions:

1. Any non-policy item may be presented by any director, officer or member.
2. All decisions taken by the board will be noted in the minutes of the next scheduled board meeting. An affirmative vote by the board via e-mail shall be considered to be an action of the board as if held at a physical meeting.
3. A discussion period of not less than forty-eight (48) hours will be open so that all of the directors will have an adequate comment period. The discussion period may be shortened if the directors approve the action unanimously. If unanimous agreement cannot be achieved, the item under consideration will be referred to the next scheduled board meeting.

If a matter of policy needs to be addressed via e-mail, the following will apply:

1. Any member may ask to be copied on all email between Board members which discusses official business. Members may comment on the ongoing discussion. It shall be the responsibility of the member to provide a working email address.
2. When a formal motion is anticipated that anticipation must be prominently noted in the discussion. The actual call for votes may not occur less than 72 hours from the time that notice is sent unless this requirement is waived by unanimous consent of the Board.
3. Prior to the call for votes, any director may request that the matter be postponed until the next physical meeting. That request will be honored unless a majority of the directors vote to deny it. The request may come in any form but must be delivered promptly to all directors. The motion for postponement is not subject to a request for postponement.
4. After a call for votes a majority of votes in the affirmative must be cast within 96 hours in order for a motion to be adopted; otherwise it fails.
5. The votes will be tabulated and posted as soon as one of the following occurs: all directors have cast their votes, 24 hours have passed since the call for votes and a majority has been achieved either for or against the motion, 96 hours have passed.
6. A director may grant to another director a proxy to vote in his place in all matters covered in this section. A director may abstain in advance for a specific period of time from all board business. Such proxies and notices of abstention shall be filed with the minutes of the proceedings of the board.
7. The text of the motion and each director's vote shall be transcribed into the minutes. An archive of the entire discussion will be kept electronically and made available to the membership upon request for at least 90 days.
8. No new expenditure greater than \$100 may be authorized outside a physical meeting except by unanimous written consent. "Written" in this context shall include electronic mail. This must be noted in the minutes of the next physical meeting.

Section 6. Committees

Committees may be appointed by the board to accomplish various tasks for the board. These committees may meet and conduct their business informally. They will be given specific instructions as to periodic and final report deadlines.

Executive Committee: A committee comprised of two or more board members. Refer to the by-laws (Article 5, Section1) for restrictions on issues that an executive committee may not deal with.

Advisory Committee: A committee made up of two or more club members. A director or officer may serve on an advisory committee although he or she might not necessarily serve as the chairman of that particular committee.

All members of any committee must remain in good standing while performing committee work.

ARTICLE 2

Section 1. Membership

Membership requirements, and voting are covered in detail in bylaws Article 1, Sections 1,2,3,4,5.

Section 2. Member Meetings

The regular member meeting place has been designated by the board to be the Scout House in Harvey West Park. The meetings will begin at 7:00 PM and end by 8:30 PM. Notice of Meeting will be considered satisfied by posting the meeting on the club calendar at least seven (7) days prior to the meeting and an e-mail sent to the Members List at least seven (7) days prior to the meeting. If all of the meetings are posted to the website calendar at the beginning of the year then all that is required to satisfy the meeting notice requirement is a Members List e-mail at least seven days prior to the meeting.

Regular member meetings shall be conducted by Roberts Rules of Order but may suspended in order to conduct the meeting in a more relaxed atmosphere.

Section 3. Member Voting

The policies concerning member voting is covered in detail in by-law Article 14, Section 2.

Section 4. Membership Book

The requirement to maintain a membership book is considered to be satisfied by maintaining a database containing the required personal information as listed in the list of treasurer duties. Separate lists of active and inactive members shall be maintained and the active list will be sent to the directors prior to each monthly regular member meeting or upon request by a director.

Members, officers and directors do have the right to inspect and copy the membership book under certain circumstances. Every effort will be made to insure that the information is used solely for the purposes intended.

Section 5. Quorum for Meetings

Regular monthly member meetings do not require a member quorum.

A quorum of members is never required for membership voting. Votes will be taken by the members present at a duly called regular or special meeting.

There must be a minimum of twelve (12) members present to vote on a change or amendment of the club bylaws.

Section 6. Reasonable Nomination and Election Procedures of Directors

Director elections will be held at the December regular members meeting.

At least sixty (60) days before the scheduled election the board will appoint an advisory committee to determine those individuals willing to serve and run for office. This committee will present their findings to the board no later than thirty (30) days prior to the election. Once a member decides that he/she will run for office they are free to use the Members List to make statements of intent to serve and run for office as well as to provide the membership a statement of qualification and reasons for the candidacy.

At the scheduled election meeting another member may then nominate said individual as a candidate.

In addition, any member may nominate any other member for any position provided that the nominated individual is willing to serve.

Elections may be conducted by ballot or voice vote.

Members must be present in order to vote. Voting by proxy is not permitted.

Section 7. Membership Dues

The treasurer, due to the fact that he/she collects the club dues, will also maintain the membership book (records).

Each person, upon joining the club, will be assigned a "base month." The base month is the month in which an individual, couple or family joined the club.

Membership renewal is due on the first day of the members' base month. A reminder will be sent to the member no later than the first day of the base month. If the member has not renewed by the end of the base month another reminder will be sent giving the member until the end of the following month to renew. If the member renews at any time during the base month or the following grace month, that membership fee will apply to the base month with no penalty. Failure to renew within sixty (60) days from the first day of the members base month will result in automatic termination of membership. No other notification need be sent to the member. If the member then renews their membership a new base month will be assigned. In this case the person will not need to re-apply for membership.

Section 8. Club Membership Cards

Members may request a club membership card upon becoming a club member. Cards will normally be issued to the member at a regular meeting unless other arrangements are made. Cards will be valid for one year beginning on the members' base month. Members are responsible for notifying the club of their desire for a card.

ARTICLE 3

Use of Club Name.

- a) No director, officer, member or person shall use the club name or assets for personal gain. The non-profit status of the Santa Cruz Astronomy Club is not transferable to any other person or entity.
- b) Use of the club name by a member for any activity may be granted by unanimous vote of the board provided that the member is in good standing, represents him/herself and the activity as that of the Santa Cruz Astronomy Club, and conducts him/herself and the activity so as to reflect positively on the club. The club will expect the individual and the activity to be conducted at the highest personal and professional level that we, the club, and the general public have come to expect from any enterprise sponsored by the club. Failure to do so may result in disciplinary action or termination of membership.
- c) Use of the club name for any enterprise may not involve any activity that would jeopardize the non-profit standing of the club.
- d) Any time an activity that uses the club name or an activity that is sponsored by the club generates income that income shall be deposited into the club bank account and will be used solely for other club related activities.
- e) Any person wishing to use the club's name for an activity not specifically sponsored by the club must apply to the board in writing. Such request will be kept on file with the club secretary and must be updated at least on a monthly basis.
- f) Any person wishing to disseminate information, engage in any activity not specifically sponsored by the club and using the club name, or use the club's services or name must advise the club, in writing and in advance of his/her plans to do so and must obtain the board's unanimous approval in writing before proceeding with such dissemination.
- (g) Members in good standing wishing to provide the public with ongoing sidewalk astronomy events will comply with the behavior standards as stated in paragraphs (b), (c) and (d) of this section. Board approval is not required.

ARTICLE 4 CLUB ACTIVITIES AND ASSETTS

Section 1. Star Parties

The Club shall organize and sponsor, weather permitting, regular star parties to which members and the interested public shall be invited. The purpose of said star parties shall include, but not be limited to: locating celestial objects, demonstrating astronomical equipment, and educating interested club members and the general public in attendance about celestial objects, phenomena, as well as about astronomical observing equipment and techniques.

The club will support to the maximum extent possible, star parties for schools and other groups that request our services.

Section 2. Club Telescopes

The club owns a variety of different types of telescopes. These may be loaned out to members on a temporary basis. The borrowing member must abide by the contract located on the club website. In addition, to be eligible to borrow a club telescope, the member must first have completed the following requirements:

- (1) Attend two regular club meetings
- (2) Attend two club sponsored star parties (Bonny Doon satisfies this requirement)
- (3) Complete a telescope orientation session with the telescope “owner.”

Section 3. Bonny Doon

The club is a guest at Bonny Doon Community Airport and all members should comport themselves accordingly. Noise and lights will be kept to a minimum so as not to disturb the neighbors, especially late at night.

The club will protect the gate access codes to a high degree. Only trusted club members will be given the gate codes, and the number of members with the codes will be kept to a minimum. The president should arrange to have a club member arrive at the airport at least an hour before sunset to open the gate. If club members leave early in the evening the last club member will ensure that the last remaining observer is instructed in making sure that the runway lights are turned back on and how to close the gate when the last to leave.

Members observing other members or visitors acting in an inappropriate manner should first report the behavior to a club director or officer. If none are available, the member may counsel the individual about proper star party etiquette.

Members or visitors that prove to be a distraction to the other observers or continue to behave in a manner deemed inappropriate after being counseled will/may be asked to leave the property. Yelling at visitors driving into the area with lights on should be discouraged. Walk over and request that the lights be turned off. Diplomacy is the word of the day.

Members and visitors will remain in the designated observing areas. Wandering into the heather patch or onto the runway is prohibited.

Section 4. Chews Ridge

The use of Chews Ridge is granted through a permit issued by the United States Forest Service. The president should start the permit renewal process for the next year sometime before the end of the current year.

One club member is designated the keeper of the Chews Ridge gate key. Before using the site, an e-mail must be sent to the other site users. The designated key keeper must accompany any club members to use the site, and must remain with them for the entire period of use. The designee may not admit any individual that is not a SCAC member through the gate to the site at any time. Our club does not have priority over the local Native American group. The club designee must remain a member in good standing when in possession of the gate key.

The designee will be provided with a binder outlining his requirements, procedures and responsibilities for accessing the site on behalf of the club for observing. The president has the folder contents files in the Legal folder.

Club Designee must contact these four Users prior to each visit to Chew's Ridge

Tami Huntley - Administrator. She will contact Simon Greene, the MIRA Observatory Caretaker.

200 Eighth St. Marina, CA 93933

Wrk: 831-883-1000

Cell: 831-262-5744

E-mail: **th@mira.org**

Tom Nason - Native American tribal contact (they use site mostly around the full moon).

E-mail: **tom@ventana.us**

Bruce Mendenhall - Ham Radio Club contact (they will contact us re: their annual visit).

E-mail: **bmende@comcast.net**

Glenn MacDougall - Amateur astronomer that has access under our permit per agreement with Tom Murphey (ranger tmurphey@fs.fed.us).

E-mail: **Glenn.MacDougall@flysfo.com**

Chew's Ridge User Contacts and Guidelines

- * The applicant agrees to defer to Tribal use if a conflict arises.
- * The applicant has agreed to coordinate (via e-mail) use with other permittees and with Tribal Contact, Tom Nason.
- * Access to Chews Ridge Lookout site. Typical use involves 4-6 vehicles; 6-10 people, up to 10 times per year.
- * Maximum of 8 vehicles and 20 persons at any one time.
- * The gate off Tassajara Road will remain closed while the site is occupied. (Permitee will control access at the gate. Only Astronomy Club members are allowed access).
- * All activities (parking, camping, equipment setup, etc.) will be restricted to existing roadbed.
- * Human and other wastes will be contained and removed from the site.
- * No soil, trees, or other vegetation may be destroyed or removed from National Forest System lands without specific prior written permission from the authorized officer.
- * The holder has the responsibility of inspecting the use area and adjoining areas for dangerous trees, hanging limbs, and other evidence of hazardous conditions which would pose a risk of injury to individuals. After securing permission from the authorized officer, the holder shall remove such hazards.
- * The holder shall be liable for any injury, loss, or damage, including fire suppression costs and environmental harm or injury to natural resources, that arises in connection with the use and occupancy authorized by this permit.

Section 5. Yosemite Glacier Point

The president will ensure that the members have decided on the desired dates for the annual Yosemite bidding by the end of January. He will also make sure that Dave Balogh has a current e-mail address for the designated club contact. The bid dates must be submitted to Mr. Balogh before the deadline date. Be sure that requested dates do not conflict with the Golden State Star Party (GSSP).

The president will make sure that the Yosemite Entrance Fee Waiver is filled out correctly and is available to the members at the two regular member meetings before the assigned Yosemite dates.

The president will post the Fee Waiver on the Yosemite page of the club website one month (30 days) before the assigned Yosemite dates. The Fee Waiver will be removed from the website page immediately after the Yosemite trip to avoid any potential abuse of park entry.

Camping at the Bridalveil Campground is for those club members and their families that have a Fee Waiver and indicated prior to the camping dates that they will attend.

If a member of another club shows up at the camping site (with a telescope) looking to camp with us, that person may be accommodated only if there is space available based on the number of our own club members that said they would attend. That person should be advised that if he is granted a camping spot he may have to vacate the spot if a club member arrives and additional space is not available for the visitor. If a person from another club is accommodated in our camping area they must not behave in a manner that would reflect badly on our club. If they do so, they may be asked to leave by any club director, officer or supervisory designee in attendance. The campground manager may be asked to intervene as the individual in question will not have a Fee Waiver for our club on the specified dates.

Remember, diplomacy is the word of the day.

Other club members and individuals with telescopes will always be welcome to join us at Glacier Point and will be responsible for their own entrance fees and camping arrangements.

Section 6. Club Website

The club maintains a website for the use of our members and the general public. Some areas of the website are private and require a username and password access.

Users of the website should be referred to or identified as either a “site user” or “site member.” This is to differentiate between website users and actual club members. A site user does not have a username/password. A site member does have a username/password. Even though a person may be a site member, they are not necessarily a club member in good standing. This is an important distinction.

The webmaster and administrator is John Pierce.

Each new board will annually review with the website administrator/webmaster, the list of individuals authorized to have website access as editors. Editors must be a member in good standing.

The Members E-mail List (aka the Members List) is an e-mail group list that is used to disseminate information about the club, activities, events and other *astronomical* subjects. Any site user has access to and may join the Members List. The Members List should not be used for discussing things like politics or policies of the club. These should be discussed at a regular members meeting. The list may be used to notify group members of meetings in which policy will be discussed. If a person still wants to discuss a policy issue they should be

invited to bring that issue to a regular members meeting or discuss the issue with a director or officer via personal e-mail.

Inappropriate language or flame wars will not be tolerated. If inappropriate language or issues arise on the Members List the president or webmaster will intervene to gently and diplomatically moderate the discussion to include terminating that particular thread.

The officers of the club may be assigned an individual club e-mail address to be used on the Planning List or for normal member contact. (i.e. president@scac.com). Otherwise the directors or officers may use their own e-mail address.

A Planning List is provided to the directors for the conduct of daily club business. Any member in good standing may also subscribe to the Planning List in order to observe BOD discussions. Contact the webmaster to subscribe.

Every effort should be made by the board and officers to keep the membership regularly informed of board and club activities and business via the Members E-mail List.