

# **BYLAWS OF THE NORTH CENTRAL REGION OF THE ASTRONOMICAL LEAGUE**

## **INTRODUCTION**

As delineated by the Constitution and By-Laws of the Astronomical League, the North Central Region is hereby established by the member organizations convened on the 30th day of August 1947 in Duluth, Minnesota. At this assembly, the organizations mentioned above formally adopted these by-laws. Subsequently, for the improved governance and functioning of the Region, various organizations and individuals have amended these by-laws on the following dates: May 18, 1974, in Chicago, Illinois; May 14, 1988, in Marquette, Michigan; May 1, 2004, in Burlington, Iowa; and May 17, 2024, in De Pere, Wisconsin.

## **TABLE OF CONTENT**

| <b><u>Article</u></b> | <b><u>Title</u></b>  | <b><u>Page</u></b> |
|-----------------------|--|--------------------|
| <b>I</b>              | <b>MEMBERSHIP AND GEOGRAPHY</b>  | <b>2</b>           |
| <b>II</b>             | <b>OFFICERS</b>  | <b>3</b>           |
| <b>III</b>            | <b>REGIONAL COUNCIL</b>  | <b>8</b>           |
| <b>IV</b>             | <b>REGIONAL REPRESENTATIVE TO<br/>THE NATIONAL COUNCIL</b>               | <b>9</b>           |
| <b>V</b>              | <b>ELECTIONS</b>   | <b>10</b>          |
| <b>VI</b>             | <b>REGIONAL CONVENTION</b>   | <b>12</b>          |
| <b>VII</b>            | <b>REGIONAL BUSINESS AND<br/>COUNCIL MEETINGS</b>                        | <b>13</b>          |
| <b>VIII</b>           | <b>ACTIVITIES AND PUBLICATION</b>  | <b>14</b>          |
| <b>IX</b>             | <b>FINANCIAL</b>   | <b>15</b>          |
| <b>X</b>              | <b>RESOLVING CONFLICTS<br/>WITH THE ASTRONOMICAL<br/>LEAGUE'S BYLAWS</b> | <b>16</b>          |
| <b>XI</b>             | <b>AMENDMENTS</b>  | <b>17</b>          |

## **ARTICLE I: MEMBERSHIP AND GEOGRAPHY**

### **Section 1: Defined**

The NCRAL consists of the states of Illinois, Wisconsin, Iowa, Minnesota, the Upper Peninsula of Michigan, North Dakota, and South Dakota. As defined by Article 1, Sections 1a and 1d of the Astronomical League Bylaws, member affiliates that reside within this region are considered a part of the NCRAL membership.

### **Section 2: Qualifications**

Individuals at least 21 years old and affiliated with NCRAL may hold positions in NCRAL and the Astronomical League's committees and offices.

### **Section 3: NCRAL Headquarters**

The residence and location of the NCRAL Chair shall serve as the official headquarters of the Region.

## **ARTICLE II: OFFICERS**

### **Section 1: Regional Leadership**

- a) The Regional Officers shall be the Chair, Vice Chair, and Secretary-Treasurer.
- b) The Regional Representative will be part of the Regional leadership team.

### **Section 2: Executive Committee**

The Regional Officers and the Regional Representative shall be the Executive Committee. The Executive Committee shall be empowered to act on behalf of the Regional Council, and with its full authority, on matters, other than the election of Regional officers, which require its attention when the Regional Council is unable to meet.

### **Section 3: Term of Office**

Regional Officers as directed by the Astronomical League Bylaws Article III, Section 3, will serve two years.

- a) The Chair and Vice Chair shall be elected in odd-numbered years
- b) The Secretary-Treasurer shall be elected in even-numbered years.

### **Section 4: Term Limitations**

The elected Regional Officers are limited to 3 consecutive terms in office.

### **Section 5: Holding Simultaneous Office**

No person may hold the offices of Regional Chair and Regional Representative simultaneously. If a person is elected or appointed to, or succeeds to, a second such position while holding a first, that person will be deemed to have resigned from the first office upon commencing the second.

## **Section 6: Removal of Officers**

Any officer may be removed from office by a two-thirds (2/3) majority vote during the Regional Business Meeting of the Regional Council provided that notification of intent to do so, together with the reasons therefore, has been given by mail or electronically to said officer and to the Regional Council not less than thirty days prior to such vote.

## **Section 7: Duties of Office**

The duties of the NCRAL Officers shall consist of the following and such other duties as the Council may, from time to time, assign:

### **A. Chair**

- 1) Is the chief executive officer of the NCRAL and perform such duties as are customarily associated with such an office.
- 2) Shall plan the agenda, preside over the Regional Business, Regional Council, and Executive Council meetings, and convene special Council or Executive Committee meetings as needed.
- 3) Appoints a nominating committee chair as described in Article 5, Section 1.
- 4) **Deleted**
- 5) Submits the Regional Report to the Astronomical League Secretary by June 30<sup>th</sup> of each year, including affiliate reports and financial statements.
- 6) Serves as a member of the League Council, and endeavors to find a proxy to serve if they are absent.
- 7) Assigns a proxy for the Regional Representative according to Article II, Section 3.

- 8) Assists in finding potential hosts for future NCRAL Conventions.
- 9) Appoints a webmaster and newsletter editor when deemed necessary.
- 10) ***Deleted***
- 11) Welcomes new affiliates who join the Region, to inform of upcoming events, and share contact information of the Executive Council and a copy of these bylaws.
- 12) Shall not exercise any authority, nor execute any contracts or obligations, which exceed the purpose or authority of the Astronomical League, nor which infringe on the autonomy of the Region's individual societies.
- 13) Has the authority to establish ad hoc committees as needed.

## **B. Vice Chair**

- 1) Assists the Chair in fulfilling all responsibilities and carrying out said duties in the event of the Chair's unavailability due to death, disability inhibiting further leadership, resignation or removal until which Section 8 is fulfilled.
- 2) Oversees the membership awards and grants program within the Region, and presents the nominations to the Executive Committee for their discretion in selecting prizewinners. The selection process takes place prior to the upcoming convention of the Region.
- 3) In cooperation with the Executive Secretary of the League, maintain an accurate and up-to-date list of all member societies, patrons and members at large within the NCRAL, and call the roll of member societies at the Regional Business.

- 4) Perform other duties as directed by the Chair.

### **C) Secretary-Treasurer**

- 1) Prepares and ensures the preservation of the minutes for the Executive Council, Regional Council, Convention Business meeting, and other official Regional meetings by publication in the NCRAL newsletter. and blotter.

- 2) **Deleted**

- 3) Execute all financial transactions of the NCRAL, and keep proper books of account of such.

- 4) Place the funds in a repository approved by the NCRAL officers and shall present an account of all transactions and of the financial condition of the NCRAL annually at the Regional Business Meeting.

- 5) Prepares the annual financial report and submits it to the Astronomical League Treasurer by June 30th of each year.

- 6) Ensures a quorum is present at Regional Business and Council meetings by taking a roll call.

- 7) Will follow the NCRAL Convention Planning Guidelines.

### **D. Regional Representative**

- 1) Is the liaison to the League Council.
- 2) Is a member of the Regional Council.

- 3) Engages in communication with established member affiliates concerning matters of the Astronomical League significance utilizing their ALCORs.
- 4) Ensures the Regional Chair is regularly updated on the membership status of affiliations.
- 5) Sends notes from the League's Convention Business Meeting to the Regional Chair, affiliation presidents and ALCORs for distribution amongst their members.
- 6) May help solicit future NCRAL Convention hosts.
- 7) Provides support to the Regional officers upon request or as deemed necessary by the Chair.

#### **Section 8: Vacancies**

Vacancies in offices other than the Chair may be filled by appointment from the Chair and subsequent approval from a majority of the remaining officers for the designated term. When the Chair position becomes vacant, the Vice Chair shall assume responsibility as the Chair until the next Regional Council Meeting is convened to elect a new Chair for the remaining term.

## **ARTICLE III: REGIONAL COUNCIL**

### **Section 1: Defined**

The affairs of the NCRAL shall be administered by a Regional Council, consisting of the Regional Officers, the Regional Representative, and the President or the President's proxy from each affiliate,

### **Section 2: Regional Council Limitations**

The Regional Council shall neither approve nor sanction any actions which conflict with these bylaws or the League Constitution and bylaws.



## **ARTICLE IV: REGIONAL REPRESENTATIVE TO THE NATIONAL COUNCIL**

### **Section 1: Election**

The Regional Representative is elected by a majority vote from the members attending the Regional Business Meeting. The Regional Chair is not eligible to hold the position of the Regional Representative. The Regional Representative shall reside within the geographical boundaries of the NCRAL.

### **Section 2.: Term**

The Regional Representative's term is three years, with the option to serve two consecutive terms.

### **Section 3: Duties**

The Regional Representative shall attend, or in cooperation with the Regional Chair, assign a proxy to attend, all League Council meetings which occur during their term of office. Submit items from any Regional member for discussion at the League Council.

### **Section 4: Removal**

The Regional Representative may be removed from office by, and vacancies filled by, the same method as for the NCRAL Officers in accordance to Article II, Sections 6 and 8.

## **ARTICLE V: ELECTIONS**

### **Section 1: Nominating Committee**

The Regional Chair shall appoint a Nominating Committee Chair (henceforth, Nominating Chair) who will not be eligible to stand for election to any Regional office. The Nominating Chair shall pursue candidates from the Regional membership for each office to be elected, and shall issue a report to the Regional Chair prior to the Regional Business Meeting. Additional nominations may also be made by any NCRAL member to the Nominating Chair, and provision shall be made for nominations from the floor at the Regional Business Meeting of Article VII.

### **Section 2: Quorum**

To conduct official business during the Regional Business Meeting, a minimum of ten affiliates must be present to form a quorum. The Regional Council can make non-binding or advisory decisions or schedule discussion topics. However, these decisions will only be considered final once they have been approved by the members attending the Regional Business Meeting, provided they have already been designated as final in the bylaws.

### **Section 3: Executive Committee Election**

- a) No person shall be nominated without their consent.
- b) Additional ballots shall decide the election if no majority is obtained on a prior ballot.
- c) Once a quorum is met, the Executive Committee Elections are decided by a majority vote of those attending the Regional Business Meeting. If the quorum is not met or no meeting is held, the Nominating Chair will collect a quorum of the Regional Council to conduct the election through approved media channel before June 1st. Once elected, the incumbent and newly

elected Executive Committee will be contacted as soon as possible of the results.

d) Elections for each office shall be conducted separately in the following order: Chair, Vice Chair, Secretary-Treasurer, and the Regional Representative, in the last year of their term.

e) By the sequential process detailed in section d, interested parties are welcome to submit their nominations for available positions immediately following the conclusion of the preceding election.

## **ARTICLE VI: REGIONAL CONVENTION**

### **Section 1: Hosting**

An annual Regional Convention may be held within the NCRAL and hosted by one or more affiliates within the organization at a time and place selected by the host and approved by the NCRAL Convention of prior year(s), or by the Regional Council when in session, or by the NCRAL. Profits and losses shall be managed as specified in the latest approved edition of *NCRAL Convention Planning Guidelines*.

### **Section 2: Fees**

The registration fees for NCRAL Conventions shall be established by the host affiliate.

### **Section 3: Joint Conventions**

- a) An NCRAL affiliate can hold a joint convention with another affiliate of NCRAL or an adjacent Region with prior approval during the regular application process. Under such conditions, policies included in the last version of *NCRAL Convention Planning Guidelines* must be followed.
- b) If an affiliate of the Region agrees to host the Astronomical League's national convention (i.e., ALCon), it will serve as the NCRAL Regional Convention for that particular year.

### **Section 4: Schedule**

Provision shall be made in the schedule of the NCRAL Convention for the Regional Business and Council Meetings.

## **ARTICLE VII: REGIONAL BUSINESS AND COUNCIL MEETINGS**

### **Section 1: Business Meeting**

The Regional Business Meeting of the NCRAL shall be held annually at the place and time of the NCRAL Convention.

### **Section 2: Regional Council Meetings**

The Regional Council shall convene immediately preceding the Regional Business Meeting among scheduled convention activities.

### **Section 3: No Convention**

If no convention is held in a given year, the Regional Council may act on NCRAL business by mail or electronic vote.

### **Section 4: Additional Meetings**

The Regional Council or Executive Committee may hold additional meetings or conduct business by mail or electronically, as called by the Chair or by petitioning the Chair of a majority of the Regional Council or the Executive Committee.

### **Section 5: Parliamentary Authority**

The parliamentary authority for all NCRAL meetings shall be the latest edition of Robert's Rules of Order.

## **ARTICLE VIII: ACTIVITIES AND PUBLICATIONS**

**DELETED**

## **ARTICLE IX: FINANCIAL**

### **Section 1: Obtaining Resources and Dissolution**

a) The NCRAL is a geographic division of the Astronomical League pursuant to Article IX of the Astronomical League Bylaws and Standing Resolution #13. As such, the NCRAL may accept tax-deductible contributions under the Astronomical League's 501(c)(3) status.

b) In the event of the dissolution of either the NCRAL (by redrawing of Regional boundaries) or the Astronomical League, the NCRAL shall transfer all net assets to accounts of the Astronomical League for disposal by the League Council

### **Section 2: Financial Assistance from the Astronomical League Treasury**

In order to facilitate the operation of NCRAL services or activities, or the operation of a convention, or any publication of the NCRAL, whether electronic or on paper, or aid in retiring debts incurred by the NCRAL, the Region may request financial assistance from the national treasury by the method established in the League's Standing Resolution #3.

## **ARTICLE X: RESOLVING CONFLICTS WITH THE ASTRONOMICAL LEAGUE'S BYLAWS**

### **Section 1: Nonconflicting Bylaw Agreement**

No provision of these bylaws may conflict with the bylaws of the Astronomical League or its Standing Resolutions.

### **Section 2: Guideline of Resolving Conflicts**

If a provision of these bylaws is found to be in conflict with the bylaws of the Astronomical League, the governing authority shall be the bylaws of the Astronomical League until such time as that conflict is removed by amending these bylaws.



## **ARTICLE XI: AMENDMENTS**

### **Section 1: Guideline to Introduce Amendments**

Proposals to modify these bylaws can be initiated by a Regional Business Meeting, the Regional Council, a member affiliate, or by a petition signed by at least three (3) members-at-large.

### **Section 2: Voting on an Amendment**

A proposed amendment shall be voted upon by an approved ballot to the member affiliates and other members of the NCRAL. Approved ballots shall be returned to the Secretary-Treasurer for tallying. A two-thirds (2/3) majority of all council members votes cast will be necessary to adopt a proposed amendment.