

# **ALCON 2019, Titusville, Florida Council Meeting**

**July 24, 2019**

## **ITEM 1: CALL TO ORDER**

Astronomical League President Ron Kramer called the meeting to order at 9:05 a.m. at the Titusville Holiday Inn with the following members present:

Ron Kramer, AL President  
Bill Dillon, AL Treasurer  
Jackie Beucher, ASKC. Mid-State Regional Secretary Treasurer  
Carroll Iorg, AL Vice President  
Aaron Clevenson, AL Observing Program Director  
Charles Allen, Evansville AS  
Terry Man, GLRAL  
Al Lamperti, MERAL  
Terry Trees, MERAL  
Stephen McGaughey, Haleakala Amateur Astronomers Maui Rep  
W. Maynard Pittendreigh, ALCON 2019 Chair,  
John Goss, AL Past President, Proxy for Fran Cisneros NERAL Rep  
Jim Small, President Salem Astronomical Society, MSRAL Rep  
Mitch Glaze, AL National Office  
Bill Davidson, NCRAL Vice President, also proxy for Carl Wenning NCRAL President  
Nina Chevalier, Proxy AL Secretary

President Ron Kramer determined that a quorum existed as per Astronomical League (AL) Bylaws.

## **ITEM 2: PRESIDENT'S REPORT**

President Kramer asked for a moment of silence to honor the three presidents of the AL who passed this year, Bill Bogardus, Bob Gent, Jerry Sherlin. They had contributed greatly to the League and to the field of astronomy.

As Bill Bogardus was the President of the League when he passed, Ron Kramer became President and, according to the Bylaws, needed to appoint a Vice President. Carroll Iorg accepted the position.

## **ITEM 3: MEETING MINUTES**

Nina Chevalier said that there are no minutes for the 2018 meeting, as they and all of the notes for them were destroyed when Bryan Tobias' house burned down. She extended Mr. Tobias' thanks to everyone who offered to assist him through this tragedy. He is still working on trying to get the minutes from 2018 and past minutes from the back-up server, and is hopeful they can be recovered.

#### **ITEM 4: BACKUPS**

President Kramer pointed out that, due to the fire at the League Secretary's home, where many of the recent records were lost, the League needs to take steps to ensure there are backups in place to make sure this does not happen again.

There needs to be a backup plan in place for Mitch Glaze of the National Office, the IT Manager, and the Treasurer. Mr. Glaze was instructed to write down everything he does for a while and pass the information to President Kramer so they can come up with a plan. The Treasurer and future IT Manager will follow suit.

#### **ITEM 4: BACKUPS, CONTINUED**

Vern Raben, the IT Manager, retired after 14 years. At this time, the League does not have an IT Manager. President Kramer asked if anyone knew of a person who would be a webmaster or handle even a part of website. John Goss suggested that a call go into club newsletters. The League could target the request for an IT person through the newsletters and the mass emails that clubs send out. Mitch Glaze has been gathering information on newsletter editors from clubs. The request for IT manager should be sent to the newsletter editors ready to drop into the newsletters. The information is also to be sent to ALCORs and presidents of clubs.

It was also suggested that the League should check into recruiting current and past webmaster winners to handle web security and pages. Jim Small said that the League could have multiple administrators to handle particular pages. Mr. Glaze said that we do have multi-person capability on the site, but there must be continuity on how the information process is done. *AL Reflector*, other social media, and Facebook are other avenues to advertise for web assistance. Although the League has a very good website, whoever is chosen must be able to harden the security. President Kramer said there are frequently attempts to break into the site. Aaron Clevenson offered to back up on the web to some extent. He does have access to some pages now.

From the Treasurer's standpoint, Bill Dillon said, in addition to documentation on what the treasurer does and how it is done, the League needs a second signatory on the bank accounts as a backup. He is currently working on this, as it is a priority. With most institutions, people who are to be signatories must go to the bank to sign the signature card. It is very difficult to have additional signatures added to the card through the mail due to federal banking restrictions.

#### **ITEM 5: BUDGET REPORT AND 2020 BUDGET**

Mr. Dillon presented the budget report, copy attached. The League is on a cash basis. The fiscal year for the League ends at the end of June. There are some crossovers of years as to when some of the funds are received which effects the yearly comparatives. As an example, \$18,000 in dues has come in since the end of the League's accounting year. The revenue for the Horkheimer Awards has not come in yet. The awards are given in July, and the funds are still expected, another timing issue.

Mr. Dillon said he feels that the budget is in great shape. When the funds come in is not relevant as long as we maintain. Some of the 290 clubs have their dues year as January

through December, which effects when the League receives the funds. As long as the funds are received, it is not a big issue budget wise to allow for this. Some of the clubs are wanting the League to change the dues year to January through December. A Council member pointed out that if a club raises its dues that it will lose members. Generally, most of the Council did not agree with that. It was commented that if members are going to quit based on a dues increase, they were probably using that as an excuse to leave the club.

Mr. Dillon continued with his report. NASA grant funds are expected to be raised to \$11,000 for the 2020 year. This will be a "wash" as the funds come in and are all used for the appropriate programs. Sky Puppy is funded by NASA. It is free to members and non-members. It was suggested to put a blurb to this effect in the *Reflector*.

Per Mr. Glaze, Member at Large (MAL) dues is typically \$8,000, and he feels that \$12,500 is not realistic. Any funds left from MAL dues is used for operations.

Expenses were very close on budget. The League did conduct a self-audit, which caused expenses to be slightly higher than budgeted. Regarding the proposed budget, Mr. Dillon said he is conservative on revenue and hard on expenses.

#### **ITEM 5: BUDGET REPORT AND 2020 BUDGET, CONTINUED**

Mr. Clevenson said there are three proposed observing programs. One has been included in the observing program budget. However, if the other two programs are approved, the observing program group can work within the already budgeted amount. Mr. Dillon said that details on the observing programs expenses and budget are available. As there are so many observing programs, these line items are consolidated in the report.

President Kramer spoke on the *Reflector* (see Newsletter ITEM 5). Mr. Dillon said the *Reflector* costs about \$12,500 per issue.

President Kramer said that League is not allowed to touch the principle of the trust fund, but the interest from it is available. It was talked about using the funds to purchase equipment necessary to digitize League records. Interest was about \$1,700 this year. And, after one more year, the interest will build enough to obtain the digitizing program and get this accomplished. Vice President Carroll Iorg is heading up this project. Cost is expected to be about \$3,400. Interest on the fund is at 1.7%.

Mr. Dillon is working during this upcoming year to devise a backup plan regarding treasurer duties, processes and the investments.

*MOTION: Terry Trees moved, and Terry Mann seconded that the Astronomical League Budget Report and Budget for 2020 be approved. Motion carried.*

The budget is attached to the minutes, which will be posted on the Astronomical League website.

### **ITEM 6: MAGAZINE**

President Kramer announced that we are approaching the 75<sup>th</sup> Anniversary of the League magazine, *Reflector*. Most of the comments he has received while visiting the regions was positive with the exception that it has been late recently. The advertisers were unhappy with the lateness of the last issue. The Editor has said this will be remedied. *Reflector* is the voice and face of the AL. He asked for ideas on how to promote the 75<sup>th</sup> Anniversary. John Goss suggested that a banner be put on the cover page. It was also suggested that the anniversary be advertised in *Sky and Telescope* and *Astronomy* magazines. The League runs ads in their magazines at no charge and they, in return, run ads in the *Reflector* at no charge. It was also suggested that League run ads in *Scientific American*. Although they are more of a scientific magazine instead of aiming at astronomers, they are a well-respected magazine.

The League switched printers, has a new layout person and new editor (both volunteers). Domestic and foreign postage increased, which added cost to distribution. Overall, the League is saving money compared to the former printer.

At last year's meeting it was decided to have a monthly electronic version of the *Reflector*. This has not happened. An Associate Editor will be added (volunteer) to the staff, who will concentrate on the monthly version. The goal is to have this accomplished before the end of the current calendar year.

Discussion was held on whether the publication should be called "*Reflector*" or "*The Reflector*". It was decided to have it match the name on the ISSN number, which is *Reflector*.

It was pointed out that a report needs to be made to the membership of the minutes and budget. A page will be added to the website, and it will be referenced in the *Reflector*.

### **ITEM 7: LEAGUE BOOK SALES PROGRAM**

This is a service the League offers its members. This program is run by Marilyn Unruh (a volunteer) who finds generally hard to find astronomy books and sells them at a discount to members. Sales this year were about \$1,500. Since places like Amazon provides such good deals on books, do we need to continue this service? The group was queried. Discussion concluded that the program should continue as long as it is on a volunteer basis. It costs the League nothing. It does not include observing manuals.

### **ITEM 8: LEAGUE DISCOUNT PROGRAM**

This is another benefit the League offers members but is not being used as much as it should be. The vendors who participate are on the League's website under Celestial Savings. It was noted that something about this program needs to be put in the *Reflector* on a monthly basis.

### **ITEM 9: OBSERVING PROGRAMS REPORT AND PROPOSALS**

There are three proposed new observing programs, Multiple Star Observing Program, Spectroscopy Observing Program, and Mercury Transit 2019.

Stephen McGaughey presented information on the Multiple Star Observing Program. It is an extension of the Double Star Program, and is an advanced program. It requires a sketch or

CCD image of 100 objects. The program adds more science regarding how stars behave, i.e. measure position angle and separation over time. A link to a website for references will be included in the program. A minimum of 4" aperture is required. Mr. McGaughey and others have agreed to sponsor the first year, if approved.

Mr. Clevenson presented the Mercury Transit Program for November 2019. This will be a Special Observing Award with a Pin and Certificate. The pins will be ordered after the program is completed. Observations must be submitted within one month of the transit. Participants will calculate the AU and various features of the Sun and Mercury, i.e., diameter of Mercury and orbital parameters. This program has been included in the budget. Observers can use their own photographs, or use someone else's photographs because of weather or lack of photography equipment.

Mr. Clevenson presented the Spectroscopy Observing Program. This is also an advanced program and requires special equipment. It is designed to broaden observing programs and expose observers to new avenues. There are special eyepieces that can be purchased for this program for as little as \$100.00. Science involved is to show the different spectra for different stars. Must plot stars on a diagram. Some calculations are involved.

Mr. Clevenson gave a report on the status of the observing programs. The observing programs are one of the big offerings the League makes to its members. During this past year, 671 certificates and pins were issued, with a total of 15,779 since the programs began. We added two programs last year. Also, certificates were added for two NASA observing challenges, Astronomy Before Telescopes, and Observing Program Mentor, which is normally one-on-one interactions. Also added was the Citizen Science Program which has a certificate only. These are not part of observing programs that count towards Master, but help keep people interested.

President Kramer said that Explorer Scientific has agreed to sponsor the Imaging Award, as we lost our last sponsor.

*MOTION: Made by Jim Small, seconded by Maynard Pittendreigh to adopt the three new observing programs as proposed. Motion carried.*

#### **ITEM 10: INTERNAL AUDIT**

President Kramer discussed the internal audit. The team consisted of Ron Kramer, Jackie Beucher, Carroll Iorg, several members from the local club with experience in performing audits, and Mitch Glazer.

They examined a significant number of records and found that the processes are alright. I.e., initial purchase orders through the entire chain of supply and sales, and found no issues.

They found the following needs:

- List of Duties of National Office Manager
- Data needs to be digitized for future audits to allow following a "paper trail" with more ease

- AL does not have computers powerful enough to handle the digitized database. This can be
- funded from interest from the trust fund.
- Digitizing should be done from the most current records and work backwards to older records.

If anyone has records, including old ones, they need to be sent to the league office. Also, a duplicate of the digitized database should be kept off site. Documents need to be scanned to text that is searchable.

Mr. Iorg will check into the costs of having a service scan the information into the database versus the League itself performing the database scanning.

### **ITEM 11: HACKING**

Hacking has been happening on the League email account over the last six months sending invoices and messages under officers' names. Invoices have been sent to the Treasurer who makes a point to ensure that the invoices are legitimate, for payment, and emails have been sent soliciting funds. There is nothing the web team can do to prevent this. President Kramer has written an executive order to address this issue. He has had no feedback on it. He would like to have a standing resolution for the Bylaws that any funds that are being solicited need to go through the League office and the AL President and AL Treasurer to ensure they are legitimate.

The Bylaws were examined and it was found that they cover these expenditures in Article X, Section 4 of the Bylaws. It was suggested that on the cover page of the website a note be added regarding the payment of funds and that the League does not solicit money from members, and that members should contact the League Office if they have questions. It was also suggested that newsletter editors also be give this information so they can incorporate it into their publications.

### **ITEM 12: GRANTS**

President Kramer said that we need someone, preferably a volunteer, who has had success in writing grants. The League does a tremendous amount of work with our funds but could do so much more with more funds. Bill Davidson will check with some retired people he knows who used to write grants. The League would prefer not to pay a percentage. If the person will not do it on a volunteer basis, it would be willing to pay a percentage after the fact. Jackie Beucher also has a person in her club who is a retired fundraiser who is working on getting funds for her group.

Council members were asked to email a wish list to President Kramer or Vice Present Iorg with suggestions on how the grants would be used. For example, what would you like the League to do that it is not doing, or how can the League move to the next level? These need to be submitted by September 30, 2019.

**ITEM 13: ASTRO NOTES AND LASER POLICY**

Most of the Astro Notes have not been updated since 2008. How many members have read them? Since they are useful the Observing Program will adopt them for update. If there are legal items, an attorney should be involved or they should be dropped.

Later in the meeting, Mr. Clevenson said he heard numerous things that could be added to Astro Notes to help the membership. He will work on this.

Mr. Dillon suggested that the Astro Notes be limited to astronomy and not include any legal advice. He said he could agree with some legal or tax information being in the notes only if we have a legal representative to review them on a regular basis. Perhaps refer them to the local IRS office regarding tax status.

The policy on laser pointers was decided several years ago. Mr. Clevenson will add it to Astro Notes and also on the website. Links can be added to the observing programs if so desired. President Kramer has the wording of the policy that was approved and will send it to Mr. Clevenson.

Charles Allen will work with Mr. Clevenson on the Astro Notes.

It was suggested that maybe an attorney look at all of the notes, i.e., solar observing, dropping weights and injuring yourself or other common-sense items that many observers utilize. Mr. Clevenson said he did not agree, as we already state repeatedly not to look directly at the sun. Also, the first sentence regarding tax status states to go to their local authorities for current information of their areas.

Astro Notes need to be advertised in the *Reflector* as a benefit.

Mr. Allen noted that individual officers and Council members might want to consider obtaining umbrella coverage through their insurers, making sure that it will protect them in their activities on behalf of the League. He noted that \$1 million (or higher) umbrella coverage is usually available at very low cost to people who have their homeowners/renters and auto insurance with the same company. He noted that, even in meritless actions, the cost of legal defense can be high and that umbrella coverage can cover both cost of defense and liability up to policy limits.

**ITEM 14: CALENDAR**

Mr. Allen is putting together a calendar of due dates of when the various reports need to be submitted or filed. It will be maintained online.

**ITEM 15: REGIONS**

President Kramer said that the regions have money that they have acquired over the years that is supposed to be League money. He asked Ms. Beucher to look into the regions and the bank accounts to determine if funds are the League's, are the accounts properly set up, and do they use the funds. Ms. Beucher reported that she found a lot of problems. Some of the regions have had the money put in personal accounts and have been writing checks off of the

personal accounts for League business and reimbursing the owner of the personal account. All League business needs to be conducted from a non-personal account with the League's Federal ID and a backup signatory.

She reported the following:

### **ITEM 15: REGIONS, CONTINUED**

Mid States Region – Has their bank account under the League Federal ID and has accumulated about \$7,000. Reports are submitted as required.

Great Lakes Region – Does not have an account or money.

Mountain Region – No activity for a very long time, but there is \$2,000-3,000 in an account somewhere. No one knows where the account is.

Meral Region – Has a checking account and reports to the National Treasury. But it is not under the League Federal ID. The account is not used except for door prizes recently and has about \$2,000 in it. Terry Trees needs to talk to the bank to have the ID changed to the League ID. Mr. Trees asked how they were supposed to know about the using the League's Federal ID. There are no guidelines that he has seen.

North Central – Very active region. Has its own Federal ID which needs to be changed to the League ID.

Northeast Region – No response when contacted. Mr. Goss said there is very little activity, and they are uncommunicative. If there is anything in their bank account it is from many years ago. He will try to get someone in contact with Ms. Beucher.

Southeast Region – They think they have a \$1,200 bank account but do not know where it is. Mr. Glazer said to contact Mike Benson who might be able to help.

Western Region – Does not do anything because the Western Amateur Astronomers has the big events there. They have never had a bank account.

Southwest Region – Has a small amount of money in a bank account. Ms. Beucher has no idea if it is set up properly. Mr. Clevenson will check it out. He will contact representatives David Moody and John Wagoner.

Northwest Region – Is like the Southwest Region. It is unknown if they have a bank account.

President Kramer said we need to find out who has not been voted in as a regional representative within the last two years and which of the current representatives are active. If they are inactive, under Section IX of the Bylaws the Council has the authority to remove a regional officer that is not doing his or her job. Terms are for two years. Ideally, a replacement should be found before someone is removed. Bylaws need to be sent to all of the regions, so they know what is expected of them. Each region needs to have a conference and elect a regional director every two years. Elections can be done virtually or electronically due to costs and travel. Mr. Glazer said the regions do not respond well to communications. Mr. Pittendreigh and Mr. Glazer will work together to draft messages, etc., to the regions and work on the communications aspect. Mr. Glazer said that he gets very few responses from emails to the regions.

There was discussion on regional reports and who gets them and commented that there was no feedback from the League regarding the reports. Mrs. Chevalier stated that the regional

reports for 2019 that were received are on the google drive created by Mr. Tobias. If any Council member does not have access, they can be given it immediately. There was no one who said they did not have access.

Several Council members asked about guidelines for representatives. A job description with duties needs to be written for the regional officers. Mr. Allen and Ms. Belcher will work on this together. They will communicate with the regions and will have all of the information in September. Mr. Davidson said that NCRAL made a description and help guide for the clubs that would like to host the regional conference in their area. A club used this and held a successful regional conference. Ms. Beucher asked that a copy be sent to Mr. Allen and her.

Another item pointed out was that many of the clubs and regions do not have Bylaws. Maybe a template could be sent to them.

### **ITEM 15: REGIONS, CONTINUED**

President Kramer has visited with several clubs recently and has a presentation he gives them regarding the Astronomical League. He is willing to share that presentation. One of the questions he asks is if they know who their ALCOR is. They did not. He asked if they knew where their regional meetings were held. Very few did. There is a lack of internal communication within the clubs.

Ms. Beucher stated that the end result is to bring inactive regions back into the fold and encourage more good astronomy and more activity within the League.

### **ITEM 16: TRUST FUND**

Tim Hunter has temporarily taken over to handle the trust fund as Bob Gent passed away. However, there was nothing officially done to make him Treasurer of the trustees. The Council needs to appoint another trustee as a replacement for Bob Gent and for John Wagner, whose term is expiring. A trustee will need to be appointed as Treasurer, as Tim Hunter does not want that position. Ms. Mann will get in touch with John Wagner and find out if he wants to be re-elected and discuss the Treasurer situation with the other trustees. Ms. Beucher mentioned an interest in being a trustee if needed. Until more information is gathered, this item will be shelved to be discussed at the business meeting.

Trustees are:

- Bob Gent, deceased
- John Wagner, Term Ends August 31, 2019
- Tim Hunter
- Jim Fox
- Terry Mann

### **ITEM 17: CONFLICT OF INTEREST**

All Council members are required to sign a Conflict of Interest Statement yearly. Members can have a conflict of interest but need to disclose it. Members were offered a copy of the Conflict

of Interest Policy. The members present signed their statements, and those representing a proxy took a blank form for that person to execute.

It was pointed out that the Conflict of Interest statement policy is not in the Bylaws, and that a Standing Resolution should be added to the Bylaws regarding this issue. Standing Resolution # 18: Conflicts of Interest was drafted by Mr. Allen and read to the Council.

*Motion made by Terry Mann, seconded by Bill Dillon to adopt Standing Resolution #18: Conflicts of Interest.*

Mr. Clevenson made a request that the policy include wording that League officers and Council members upon election or appointment to an office also be required to sign the policy.

*Terry Mann accepted the revision, as did Bill Dillon. Motion carried.*

Additional request was made to amend the statement by adding "or succession to such office" to the policy.

*Terry Mann accepted the revision, as did Bill Dillon. The Council voted again. The motion to adopt Standing Resolution #18, with adopted amendments, carried.*

Following is the final version of Standing Resolution #18 as it will appear in the Bylaws:

**Standing Resolution #18: Conflicts of Interest**

**Enacted 7/24/2019, at Titusville, FL**

The League formally adopts the following Conflict of Interest Policy for all League officers and Council members:

**Astronomical League Conflict of Interest Policy**

**Conflict of Interest Policy preamble**

The IRS requires all 501(c)3 non-profit organizations to have an effective Conflict of Interest Policy for its officers and directors. The Astronomical League is such an organization.

The Conflict of Interest Policy essentially requires its officers and directors to alert the Astronomical League to potential conflicts of interest where the best interests of the Astronomical League might be affected by those of another organization or business.

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**The Astronomical League Conflict of Interest Policy and Annual Statement for Council Members and Officers and Members of a Committee with Board Delegated Powers**

The primary purpose of the conflict of interest policy is to protect the Astronomical Leagues' interests when considering entering into a transaction or arrangement that might benefit the private interests of an officer, Council member, or staff member of the League, or might result in a possible excess benefit transaction.

**To Whom does this apply?** If you are an officer elected to The Council, a Regional Chair, Representative, or officer in a Region, this policy applies to you. Any director, principal officer, or member of a committee with governing board delegated powers, if you have a financial interest, directly or indirectly, through business, investment, or family, then this policy applies to you.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has financial interest may have a conflict of interest only if the Board or Executive Committee decides that a conflict of interest exists, in accordance with this policy.

You have a duty to disclose any actual or possible conflict of interest; an interested person must disclose the existence of the financial interest and must be given the opportunity to disclose all material facts to the Council or Executive Committee.

Any Council member or appointed position person may recuse himself or herself at any time from involvement in any decision or discussion in which the Council member or director believes he or she has or may have a conflict of interest, without going through the process for determining whether a conflict of interest exists.

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the Council or Executive Committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Council or Executive Committee members shall decide if a conflict of interest exists. Then, the Council will use these Procedures for Addressing the Conflict of Interest:

If a business decision is considered to be in the best interest of the League, yet it produces a conflict of interest with a member of the Council, the Executive Committee shall determine, by majority vote of those with no conflict, whether the transaction or arrangement is in the Astronomical League's best interest, for its own benefit, whether it is fair and reasonable, and can vote to approve the transaction.

**If there are violations of the Conflicts of Interest Policy** or if the Board or Executive Committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

If the Council or Executive Committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate corrective action.

## Compensation

- a. A voting member of the Council who receives compensation, directly or indirectly, from the Astronomical League for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Astronomical League for services is precluded from voting on matters pertaining to that member's compensation.

## Annual Statements

Each director principal officer with Council delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflict of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Astronomical League is charitable, and, in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

If at any time during the year, the information in the annual statement changes materially, the director shall disclose such changes and revise the annual disclosure form.

The Executive Committee shall regularly and consistently monitor and enforce compliance with this policy by reviewing annual statements and taking such other actions as are necessary for effective oversight. To ensure the Astronomical League operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information (if reasonably available), and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations, if any, conform to the Astronomical League's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in impermissible private benefit or in an excess benefit transaction.

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Pursuant to this policy, all League officers and Council members shall, annually, or upon election, appointment, or succession to such office, complete the following Conflict of Interest form:

**Board Member, Director, and Officer Annual Conflict of Interest Statement**

1. Name: \_\_\_\_\_ Date: \_\_\_\_\_  
\_\_\_\_\_

2. Position: Are you a voting Council member? Yes \_\_\_\_\_ No \_\_\_\_\_

Are you an Officer? Yes \_\_\_\_\_ No \_\_\_\_\_

If you are an Officer, what position do you hold:  
\_\_\_\_\_.

3. I affirm the following:

I have received a copy of the Conflict of Interest Policy. \_\_\_\_\_(initial)

I have read and understand the policy. \_\_\_\_\_(initial)

I agree to comply with the policy \_\_\_\_\_(initial) and understand the Astronomical League is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of tax-exempt purposes. \_\_\_\_\_(initial)

4. Disclosures:

a. Do you have a financial interest (current or potential), including a compensation arrangement, as defined in the Conflict of Interest Policy with the Astronomical League?

Yes \_\_\_\_\_ No \_\_\_\_\_

i. If yes, please describe it:  
\_\_\_\_\_

ii. If yes, has the financial interest been disclosed, as provided in the Conflict of Interest policy?

Yes \_\_\_\_\_ No \_\_\_\_\_

b. In the past, have you had a financial interest, including a compensation arrangement, as defined in the Conflict of Interest Policy with the Astronomical League? Yes \_\_\_\_\_

No \_\_\_\_\_

i. If yes, please describe it, including when (approximately): \_\_\_\_\_  
\_\_\_\_\_

ii. If yes, has the financial interest been disclosed, as provided in the Conflict of Interest Policy?

Yes \_\_\_\_\_ No \_\_\_\_\_

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Signature of President: \_\_\_\_\_

Date of Review by Executive Committee: \_\_\_\_\_

### **ITEM 18: COMMUNICATION**

President Kramer said one of the most common complaints he hears is that members never get any communications of interest from the League, including from officers, regional representatives, or ALCORs. This must stop. Members should not be hesitant to let ALCORS or regional representatives know they are not doing their jobs.

One possibility to help with this is to reinstate “What’s Up”. This could be sent to the ALCOR, the Council, and the president of the club. The first line in the information sent should be “Please share with your membership.” The ALCOR is our first step in communication between the clubs and the League. If information is not being distributed to the club members, perhaps they need to look at replacing their ALCORs.

The first resurrected “What’s Up” was sent to all members. Several Council members said that they did not get it. Mr. Iorg said he sends about 500 emails at a time. It was pointed out that an email provider can put limits on how many you can send at once without it being marked as a spam. Mr. Glaze pointed out that there are some members who will not give their emails or phone numbers. He said he has about 12,000 emails for members.

President Kramer asked the Council members to work on the communication aspect.

### **ITEM 19: RESIGNATION OF TERRY TREES**

Terry Trees with MERAL is resigning. Don Knall has agreed to take the position until the next election.

*Motion made by Terry Trees, seconded by John Goss to appoint Don Knall as MERAL representative until next summer when an election can be held. Motion carried.*

### **ITEM 20: INSTAGRAM**

Ms. Mann said that Kaitlynn Eherns wants to start an Instagram account to share information regarding the League and astronomy with people. The Council does not see a problem with her proceeding. It was suggested that all of our social media should have the same name. Ms. Mann will work with Kaitlynn and send updates to President Kramer considering this situation. It was pointed out that Facebook and Twitter and Instagram can be linked. Bill Bogardus signed up the League with Twitter several years ago, but the name he used is not known. Ms. Mann and Mr. Goss will work together on this, including monitoring what is to be posted about the League.

### **ITEM 21: OFFICER ELECTIONS**

President Kramer said there are two officer positions that need to be filled: Executive Secretary, which is vacant, and Secretary, as Mr. Tobias’ term is expiring.

Maynard Pittendreigh has showed interest and is running for Executive Secretary. His biography was distributed. There were no other nominations or volunteers for this position.

Ms. Mann nominated Charles Allen for Secretary. She told the Council of his qualifications and said a written biography is available if anyone wants one. Mr. Allen accepted the nomination.

There were no other nominations for these positions from the membership, so Mr. Pittendreigh and Mr. Allen were elected by acclamation.

#### **ITEM 22: HONORARY MEMBERS**

There were no suggestions for honorary members.

#### **ITEM 23: OTHER BUSINESS AND COMMENTS**

President Kramer showed a brochure from United Astronomy Clubs of New Jersey, which is sponsored by National Geographic. He read information on their programs, which were remarkably similar as the League's. A member of the Council who lives in the area will get in touch with these organizations and see if they are interested in joining the League.

President Kramer is the Region Representative for the International League. He received a list of every astronomy group in Spain from their representative and is working to try to convince them to join the Astronomical League. He is also working with several countries to entice them to join the League. The League's goal is 20,000 members by 2020. There are over 18,000 people so far.

President Kramer said that there is a panel discussion on board the ship on how to increase and to retain membership and how to diversify membership. He would like to see website translated into major languages. To go into the future, the League must diversify membership. For international situations, membership pricing structure would depend on the economic situation in the particular country. This will not be an easy task but needs to be done if we are going to go forward in the 21<sup>st</sup> century.

Mr. Iorg said that this convention was set up a little differently than others because of the cruise. The finances are tight, but it appears that everything should balance out. It is possible the League will have a small shortfall that will need to be made up. He stated it was difficult putting this ALCON together. Everything has worked out nicely. Mr. Pittendreigh was congratulated for his hard work.

Mr. Iorg distributed handouts for the 2020 ALCON in Albuquerque, NM. Registration for the ALCON and reservations for the hotel will be available effective January 1, 2020. The Albuquerque club has a large membership and assures that they will have volunteers there. Peggy Walker is going to do the first ALCON Junior at the 2020 ALCON where the youth will be building a 6" reflector telescope. There is a cost to this. It is hoped this first ALCON Junior will encourage even more youths at the 2021 convention.

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The Fort Worth/Dallas area has shown interest in hosting the 2024 ALCON. It would probably be held in April because of the Solar eclipse. Mr. Iorg is working with them.

**ITEM 24: ADJOURNMENT**

There being no further business presented by the Council members or officers, President Kramer adjourned the meeting at 4:22 pm.

Recorded by Nina Chevalier, as Proxy for Bryan Tobias, Secretary