

# Astronomical Society of Nevada - Las Vegas

The purpose of the Astronomical Society of Nevada, Las Vegas shall be:

- A. To encourage, foster, conduct and support programs on astronomy and related sciences for the education and enlightenment of the general public and the membership;
- B. To encourage, foster and promote an interest in astronomy and related sciences in all interested parties.
- C. To sponsor and promote telescope-viewing sessions, commonly called "Star Parties", for the general public and membership.
- D. To encourage and promote cooperation with other groups having similar objectives to exchange and disseminate matters of interest in astronomy and related sciences.

## ARTICLE I. MEMBERSHIP.

Anyone with an expressed interest in astronomy or related sciences may be elected to regular membership upon payment of dues and with approval of the officers.

### Section 1. Membership Classes

There shall be six (6) classes of membership. Hereafter in these Bylaws the generic term "member" shall denote all four classes, inclusive. The term of membership shall be for 1 year from the time dues payment is received and recorded by the treasurer.

1) Individual Charter Member - This is a person that has stated their intent to be a member prior to the October 17, 2002 general elections. A Charter Member will be charged \$15.00 a year unless the membership lapses. If it has lapsed membership will revert to regular membership status. Members who express a desire to be Charter Members have until January 17, 2003 to pay their dues to be identified as a Charter Member. Charter members who remain current in their dues from year to year will remain Charter Members. Individual Charter Members will have one vote.

a) Family Charter Membership - This is a family that has stated their intentions to be a member prior to the October 17, 2002 general elections. A Family Charter Member will be charged \$20.00 a year unless the membership lapses. If it has lapsed, then membership will revert to Family Member Status and dues will be those of the Family Member Status. Family members will have one vote for the entire family.

2) Individual Regular Member - This is a person that has joined after the October 17, 2002 general elections. A Regular Member will be charged \$20.00 a year and has one vote.

3) Family Regular Member - This is a family that has joined after the October 17, 2002 general elections. A Regular Member will be charged \$25.00 a year. Family members will have one vote for the entire family.

4) Student Member - This is a student who is taking classes in any school, college or university. A Student Member will be charged \$10.00 a year and has one vote.

5) Group Member - This is an organization, company or club of over 10 and up to 50 people. A Group Member will be charged \$100.00 a year. Group membership shall be limited with no voting privileges

6) Honorary (Comp) Member - The title Honorary Member of the Society may be bestowed upon any person who has made a significant, continued, or outstanding contribution to the Astronomical Society of Nevada or amateur astronomy. This class of membership may be bestowed in addition to any other Society membership and shall not affect any other membership privileges. Honorary membership may be conferred upon persons, with the approval of two-thirds of the membership present at a regular of

special meeting. Honorary membership includes all of the privileges and duties of regular membership, except voting, holding office, and payment of dues.

## **Section 2. Application for Membership**

Application for membership shall be made to the Treasurer. No application will be accepted unless accompanied by all dues applicable.

## **Section 3. Expulsion of Members**

A. A member may be dropped or expelled from the Society for any of the following reasons:

- 1) Non-payment of dues when the 90-day grace period is over
- 2) Willful misuse of organization property, willful disregard for their own safety or the safety of others while on organization sponsored activities
- 3) Conduct detrimental to the Astronomical Society of Nevada, Las Vegas

B. Any member subject to expulsion will be granted a hearing before the Board of Directors within 30 days of notification of being expelled.

## **Section 4. Member Rights and Responsibilities**

A. All classes of membership are entitled to attend any general meeting, event and address the Society at general meetings.

B. All classes of membership shall receive official notices of the Society.

C. No commercial use or other use of the Society mailing list or email list is permitted without approval of the Society membership as represented by a quorum attending a regular business meeting.

D. Members may conduct ASNLV astronomy related advertising at public events with the approval of the Society membership as represented by a quorum attending a regular business meeting or by a quorum of the board of directors where a business meeting is not held prior to the public event.

E. Members who are in good standing shall have voting privileges – see Section 1A for full explanation.

F. A member shall be in good standing when dues are paid on the date due, any member who is delinquent by one day is considered not in good standing.

G. Members are encouraged, to attend at least 3 Star Parties to assist in presentations to the public.

# **ARTICLE II. OFFICERS/DIRECTORS**

## **Section 1. Officers**

A. The officers of the Society shall be a President, Vice President, Secretary, Treasurer/Membership, Public Relations and Historian/Curator. In addition to the following positions will be classified as appointed officer positions: Events Coordinator.

B. The officers shall be members of the Society. Officers and members of the board of directors must be at least 18 years of age and must be in good standing.

## **Section 2. The Board of Directors**

A. The officers, and the chairman of each of the committees shall constitute the board of directors for the Society, hereinafter referred to as the Board of Directors. The Board of Directors shall be empowered to act on

behalf of the Society, and with its full authority, on matters requiring Society action which arise at such times as the Society is not in session.

**B.** Members of Board of Directors shall have one (1) vote each. Any action taken by the board of directors out of session shall be recorded and reported at the next general membership meeting.

### **Section 3. Terms and Responsibilities of Office**

The terms of office of the Board of Directors shall be as follows:

**A.** Definition for term of one year shall be from October through October of the following year. Each term shall begin on the third Thursday of October upon the successful completion of elections at the October general membership meeting.

**B.** The offices of the President, Vice-President, Secretary, Treasurer, Public Relations Coordinator and Historian/Curator shall be for one year. All appointed positions will also be for one year.

**C.** The position of any officer who is absent from three successive General Membership Meetings and/or Board Meetings shall be declared vacant unless the membership excuses such absences and the absence does not exceed the term of office.

**D.** The offices of Committee Chairman shall be for one (1) year or until such time as the committees business has been complete.

**E.** All officers who serve as administrative officers, directors, committee chairmen, or committee members shall be required to attend all appropriate meetings when scheduled by the organization.

**F.** Any officer or appointee of the Society may be removed from office by a two-thirds (2/3) majority vote of the Society as represented by a quorum at regular general membership session. Revocation may be based upon inactivity or actions deemed to be harmful to the Society, its stated purposes or other members of the Society.

**G.** Notification to remove an officer, appointee, or member, together with reasons thereof, shall have been given by mail to said person and Society not less than thirty (30) days prior to the date of such meeting or mail vote. The officer, appointee or member shall have an opportunity to address the board. Such proceeding to remove an officer, appointee or member can only be initiated by a majority vote of the Board of Directors.

### **Section 4. Duties**

The duties of the executive officers shall include the following and such other duties as the Society may, from time to time. In the event of the death, resignation or disability of any executive officer other than President, the Board of Directors shall appoint a successor to fill the un-expired term.

**A.** President-- The president of the society shall preside over all Society meetings, and shall perform such other duties as custom and Parliamentary usage may require.

**1)** The President shall be the chief executive officer of the Society. Shall have general charge and supervision of the business and affairs of the Society, subject to the powers vested in them by the Board of Directors and Society.

**2)** Shall have the power to sign, execute and terminate all contracts, deeds, obligations, and other legal instruments in the name of the Society as authorized by the Board of Directors.

**3)** Shall preside over the general membership meetings and Board of director meetings, and shall have a vote on all issues.

**4)** May call special sessions of the Board of Directors at the request of 3 or more members of the board of directors.

5) Shall create and appoint special committees and shall be an ex-officio member of all committees.

**B. Vice-president**--The Vice President shall act in the capacity of the President in the absence of the latter or at the request of the President. If the occasion arises, the vice-president shall succeed to the un-expired term to the President.

1) The Vice-President shall assist the President in the discharge of their duties and perform them in the case of absence, death, disability, or resignation of the President.

**C. Secretary**--The Secretary shall keep a record of all proceedings of the Society and carry on such correspondence as the Society may direct. The Secretary shall serve as custodian of the current documents of the Society

1) The Secretary shall record and preserve the minutes of the Board of Directors and General membership meetings.

2) Shall provide a summary of the Board of Directors and General meeting at the next general meeting of the Society,

3) Shall make additional copies of the Minutes available to members of the Society upon request.

4) shall issue notices of Board of Director Meetings.

**D. Treasurer**--The Treasurer shall collect dues, shall keep an up-to-date record of the financial transactions of the Society, and pay all bills and accounts owed by the Society. Such payment shall be reported on and recorded in the minutes of each general membership meeting.

1) The Treasurer shall receive all dues and other money due the Society and shall keep proper books of account of all monetary transactions. They shall place the funds in a repository approved by the Society and shall present an account of their transactions as Treasurer and of the financial condition of the Society to the Board of Directors and/or the President whenever they may require it, but at least annually.

2) They shall maintain an accurate and up-to-date inventory of all Society assets and shall maintain an accurate and up-to-date membership roster.

(a) The fiscal year shall be from November 1 to October 31.

**E. Historian/Curator**--The Historian/Curator shall serve as the custodian of all past records, documents, and memorabilia of the Society, and shall provide for the safe keeping of all Society property. Upon taking office, the historian will take the annual inventory of the Society's properties and submit a written report to the Secretary and presented at the General Membership meetings.

**F. Public Relations** - Responsible for the advertising of the club to include TV, email, radio, newspapers, reminders to the membership/prospective members and press releases, maintaining the Society's web site and editing/publishing the Society's newsletter.

## **ARTICLE III Board of Directors**

### **Section 1. Function**

The affairs of the Society shall be managed by the Board of Directors, as provided for in these Bylaws.

### **Section 2. Membership**

The Board of Directors shall consist of the officers of the Astronomical Society of Nevada, Las Vegas.

### **Section 3. Quorum**

In order to pass any resolution, motion, appropriations, or any other matter requiring action in a meeting, a majority vote of the members present shall be necessary, except for matters requiring a larger vote as provided for in these Bylaws.

### **Section 4. Substitutes**

A Board of Director member may submit a written, signed statement of their decision or vote prior to a meeting if they are going to be absent. This statement may be submitted by electronic means as well as by phone or person.

### **Section 5. Operating Procedures**

Standard operating procedures of the Society or its activities shall be defined by Standing Resolutions:

- A.** Standing Resolutions shall be passed by a majority vote of the Society quorum when and only when it is in open session during general meetings.
- B.** No Standing Resolution shall be adopted which conflicts with these Bylaws or the constitution of the Society.
- C.** Standing Resolutions shall be in force from the time they are passed until they are revoked by the Society in open session during general membership meetings.
- D.** The Bylaws and Standing Resolutions notebook shall be the property of the Astronomical Society of Nevada, Las Vegas, and at least one copy shall be made available during Board of Director and General meetings.
- E.** The Board of Directors shall review Standing Resolutions before being brought to a vote at the General meetings.

## **ARTICLE IV. ELECTIONS**

- A.** Officers shall be elected at a regular general membership or special meeting in October by a simple majority of members in attendance and absentee ballot, and shall take office at the end of the elections.
- B.** Elections will be held at the October general membership meeting. Nominations from the General Membership will be accepted at the August and September general membership meetings. Information on candidates will be posted in the newsletter.

### **Section 1**

The officers of the Society shall be elected by a majority vote by secret and absentee ballot at the October General Meeting. If necessary, a runoff vote by ballot shall determine an election. At that general membership meeting.

### **Section 2**

The President shall announce at the August business meeting that nominations are being accepted for executive positions in the Society. Nominations may be made to any Board of Director by phone, fax, e-mail, verbal or in writing. The President shall report at each general membership meeting prior to the election, the nominations received thus far.

- A.** Any member in good standing may nominate themselves or another member who is in good standing. The secretary shall record all nominations received.
- B.** The Treasurer shall provide the Board of Directors a current membership list to ensure the

nominees are in good standing.

C. The slate of officers shall be voted on by the general membership at the October general membership meeting. The vote will be by secret ballot. In the case that no one candidate receives a majority of the votes for any particular office, the two candidates with the most votes will be voted on in a run-off election to be held the same day as the regular election.

### **Section 3. Conduct of Elections**

Elections for each office currently up for election shall be in the form of majority vote by secret ballot of the members in good standing at the October general membership meeting. The vote shall be held in the following order: President, Vice President, Secretary, Treasurer, Historian/Curator.

## **ARTICLE V. DUES**

### **Section 1.**

A. All dues are renewable on a yearly basis. Any member whose dues are not paid by the due date as recorded by the treasurer will be considered delinquent.

B. A membership dues schedule was devised and approved by those present at the general elections. It was decided that dues will be collected in any month and the membership will start that month and continue for a full year. If a member does not renew on their anniversary date, they will be sent a reminder letter the following month. A second reminder letter will follow the second month. The 3rd month the member will be put on inactive status. When the member renews in a lapsed status the anniversary date will remain the same. Lapsed membership will not receive any free months of membership due to a lapsing in membership. An example of this would be if a member joined the society in June of 2003. The membership would be due again on June of 2004. If the member lapses in membership they will receive a reminder letter in July 2004 and again in August 2004. If the member continues to lapse they would become inactive in September of 2004. If the member pays their membership say in August 2004 the dues would be due again in June 2005 for their yearly membership dues.

C. Any member whose dues are delinquent for more than ninety days shall be automatically terminated from membership.

### **Section 2.**

Dues and fees for all classes of membership shall be periodically reviewed by The Board of Directors, and fixed by a majority vote at the November General Meeting.

## **ARTICLE VI. COMMITTEES**

Standing committees shall be appointed by the Board of Directors as the Board deems appropriate.

### **Section 1. TEMPORARY COMMITTEES**

A. The Board of Directors may create temporary committees to perform any special tasks for which a need arises during their term.

B. There will be various committees, directed by a chairperson, authorized by and operated according to all bylaws and standing resolutions.

### **Section 2.**

A list of goals, and objectives, shall be maintained under the direction of the President and Board of Directors and made public to the general membership by the January general membership meeting.

## **ARTICLE VII. GENERAL AND BOARD OF DIRECTORS MEETINGS**

**A.** General membership meetings shall be held each month, unless otherwise specified.

**B.** Special meetings may be called at any time by the officers, or by petition of any ten voting members in good standing of the Society, provided at least one week's notice is given all members.

**Section 1.**

The Society Board of Directors meetings shall be held on the first Thursday of every month. Unless otherwise specified, the Board of Directors meetings will be held at a PLACE TO BE ANNOUNCED.

**Section 2.**

Any member may have business brought before the Society in regular session by having petitioned, either orally or in writing, a Board of Directors member prior to the regular session. The member(s) with business before the Society may then address the group directly.

**Section 3.**

The Board of Directors may hold additional meetings as called by the President or by petition to the President of a majority of the Board of Directors.

**Section 4.**

The Society may hold additional meetings as called by the President or by petition to the President of a majority of either the Society or the Board of Directors.

**Section 5.**

**A.** All meetings, general and special, shall be chaired by the president, or in his absence, the Vice-President. A quorum shall consist of those members in good standing in attendance at any regular or special meeting.

**B.** Special meetings shall be held at a time and place designated by the membership and the Board of Directors.

**C.** The final procedural authority governing affairs of the Society shall be the latest edition of Robert's Rules of Order (Revised) unless otherwise provided for in these By Laws.

1) The guideline for the parliamentary authority for operation of all Society meetings shall be Robert's Rules of Order, Newly Revised. The President or appointee shall serve as parliamentarian for interpretation and administration of these rules.

**ARTICLE VIII. PROPERTY AND GIFTS**

**Section 1.**

The Society may acquire and hold property of any description, real or personal, by gift, purchase, or otherwise. All properties will be acquired and maintained for the benefit of the majority of the membership. Gifts shall be used at the discretion of the organization unless its donor has designated a specific purpose for the gift. Any gift or donation shall only be accepted provided:

**A.** No compensation or special consideration will be offered to the donor in return for any gift or donation.

**B.** No quid pro quo exists between the donor and the Astronomical Society of Nevada, Las Vegas

**Section 2. ADDITIONAL FUND RAISING**

A. Any additional fund-raising projects, including donations, are acceptable as approved by a quorum.

### **Section 3.**

The membership as represented by a quorum at the general membership meeting may elect by majority vote to offer compensation or special consideration for any donation or gift received. (i.e. Honorary membership, etc.)

### **Section 4.**

The Society shall be a nonprofit organization.

## **ARTICLE IX. AMENDMENTS**

Amendments to these Bylaws may be proposed to the membership by motion at a regular business meeting. Bylaw changes may be adopted with approval of the Society membership as represented by a quorum attending a regular business meeting

A. Notice and text of all proposed amendments to these Bylaws shall be sent to all members prior to the meeting preceding the meeting at which the amendment is to be voted on. Full discussion of proposed amendments shall be allowed during at least one meeting prior to the meeting at which the vote is taken.

B. All proposed amendments shall be made at least 1 general membership meeting prior to any action to allow time for dissemination of the amendment.

C. A written ballot shall be required for all proposed amendments. At the discretion of the officers, a mail ballot may be employed.

D. Two-thirds of all votes cast shall be sufficient to approve the amendment.

## **ARTICLE X. DISSOLUTIONMENT**

A. The Astronomical Society of Nevada, Las Vegas may be dissolved and its affairs closed voluntarily if the Board Of Directors adopts a resolution to that effect and calls a meeting of the members entitled to vote to take action upon the resolution.

B. Upon dissolution of the organization referred to in these Bylaws as the Astronomical Society of Nevada, Las Vegas. The Board of Directors shall, after paying or making provision for payment of all Society liabilities, dispose of all assets exclusively to such organization(s) operated for educational and/or scientific purposes as the Society may determine. Such organization shall be determined at by a majority vote of the society as represented at regular session and shall be formalized by standing resolution. Said organization must prove its tax-exempt status.

C. In the event no such standing resolution exists, the assets shall be given to the University of Nevada, Las Vegas, our sponsoring facility.

D. All matters of dissolution of the Astronomical Society of Nevada, Las Vegas shall be handled in accordance with Nevada Revised Statutes Chapter 82.

## **ARTICLE XI. RATIFICATION**

These Bylaws may be ratified upon acceptance by two-thirds (2/3) of the voting members of the Society as represented by a quorum of members at regular session, within thirty (30) days of its distribution. It shall take effect immediately upon ratification superseding all previous documents, but it shall not be retroactive.

Amendment to By-laws as Ratified at the Astronomical Society of Nevada, Las Vegas'  
General Membership meeting 1/16/2003

## Modify ARTICLE VII. GENERAL AND BOARD OF DIRECTORS MEETINGS

Add Section 6:

Quorum and Voting:

Add a. Definition of Quorum: A Quorum is described as 51% (fifty-one) percent of voting members.

Add:

b. Voting: If at a regular membership meeting a motion is made that requires a vote and 51% of the voting membership is not in attendance, then the issue will be continued to the next regular membership meeting. The vote will be taken at the next meeting which will require 2/3 of members present to vote.

ARTICLE VII. Section 1.

Add

A. Board of Directors meeting are open to all members. Although general members may not participate in the Board of Directors meeting, any member may attend.

Modify ARTICLE X. DISSOLUTIONMENT - Item C

Change to

C. In the event no such standing resolution exists, the assets shall be given to the University of Nevada, Las Vegas, or our sponsoring facility or whomever we are affiliated with at the time of disillusionment.

Ratified January 16, 2003 with amendments