

Bylaws of the: Boulder Astronomy and Space Society

12/04/04

ARTICLE I: STATEMENT OF PURPOSE

The purposes of the Boulder Astronomy and Space Society, hereafter referred to as BASS or as “the Society,” shall be:

1. To promote astronomy and space sciences and to welcome in membership people with such interests.
2. To encourage telescopic observation by our members and to provide training and opportunities for telescopic observation to our members and their guests.
3. To foster observational, computational, and astrophotographic work in astronomy.
4. To make use of the telescopic and related instruments and facilities provided to us by the Sommers-Bausch Observatory.
5. To provide, within reason, volunteers to operate the telescopes for public viewing nights at the Sommers-Bausch Observatory.
6. To organize “star parties” at sites away from Sommers-Bausch and to coordinate “star parties” with other clubs and organizations.
7. To foster an interest in astronomy and space sciences among young people and to participate in educational outreach opportunities in the northern Front Range region of Colorado.

ARTICLE II: MEMBERSHIP

Section 1. Membership Classes

In these Bylaws the generic terms “Member” and “Membership” shall refer to individual, family, business, corporation, or organization who is a member of any one of seven classes of membership in the Society:

- a. General Member. Anyone with an interest in the purposes of the Society may become a member by attending a meeting, adding his or her name to the Membership Roster, and paying the amount specified for General Members in the Dues Structure to the BASS Treasurer.
- b. Family Membership. A family may join the Society as a single General Member.
- c. Student Member. Any person with an interest in the purposes of the Society who is enrolled as a student in any educational institution may become a Student Member and enjoy full General Member status by attending a meeting, adding his or her name to the Membership Roster, and paying the amount specified for Student Members in the Dues Structure to the BASS Treasurer.
- d. Contributing Member: Anyone with an interest in the purposes of the Society may become a Contributing Member by attending a meeting, adding his or her name to the

Membership Roster, and paying the amount specified for Contributing Members in the Dues Structure to the BASS Treasurer.

- e. Patron of the Society. Any individual, business, corporation, or organization may become a Patron of the Society for one year by providing financial or material support to BASS as specified for Patrons of the Society in the Dues Structure.
- f. Sponsor of the Society. Sommers-Bausch Observatory and Fiske Planetarium shall each be designated as “Sponsor of the Society” for as long as they provide facilities to BASS free of charge.
- g. Honorary Member. The title Honorary Member of the Society may be bestowed upon any person who has made a significant, sustained, or outstanding contribution to BASS or to the science of astronomy. It is granted only upon unanimous approval of the Executive Committee. Honorary Membership is for life and is free of dues.

Section 2. Privileges of Members

A. General Members, Student Members, Contributing Members, Family Members, and Honorary Members are entitled to:

- 1. Attend BASS meetings, star parties, and special events.
- 2. Vote in the election of BASS Officers; a family that joins as a single Member shares one vote.
- 3. Receive official notices of the Society, minutes of meetings, and any and all other publications generated by the Society for Member use.
- 4. Membership in the Astronomical League.
- 5. Discounts on subscriptions to *Astronomy* and *Sky & Telescope* if subscribed to or renewed through the Society, as provided by the publishers of those periodicals to astronomy clubs.

B. Patrons of the Society are entitled to:

- 1. Attend BASS meetings, star parties, and special events.
- 2. Identify themselves as “Patron of the Boulder Astronomy and Space Society” or “Patron of BASS” in their advertising, publications, and on their website(s).
- 3. Receive official notices of the Society, minutes of meetings, and any and all other publications generated by the Society for Member use.

C. Sponsors of the Society are entitled:

- 1. Attend BASS meetings, star parties, and special events.
- 2. Identify themselves as “Sponsor of the Boulder Astronomy and Space Society” or “Sponsor of BASS” in their advertising, publications, and on their website(s).
- 3. Receive official notices of the Society, minutes of meetings, and any and all other publications generated by the Society for Member use.

Section 3. Members Annual Dues Structure

1. **Membership Dues:** Annual dues for all membership levels shall be specified by a schedule prepared by the Treasurer and approved by a 3/5ths majority of the Board of Directors.
2. **Scholarships:** Any person or family applying to be a Member or Student Member of the Society may apply confidentially to the President for a Dues Scholarship based on hardship. It is the policy of the Society not to exclude anyone from membership due to economic capacity.

Section 4. Revocation of Membership

Membership in any class may be revoked by a three-fifths (3/5) vote of the Executive Committee if the Member's actions:

1. Subvert of the goals of the Society as stated in the Statement of Purpose.
2. Endanger human life or limb.
3. Recklessly endanger the equipment of the Sponsors of the Society or its Members.
4. Recklessly expose the Society to potential civil liability or criminal prosecution.

ARTICLE III: DIRECTORS

Section 1. Directors

The Directors of the Society shall be the President, the Treasurer, the Facility Director of the Sommers-Bausch Observatory (or his/her designee), the Facility Manager of the Sommers-Bausch Observatory (or his/her designee), and a Director-at-Large elected by the Members.

The Facility Director of the Sommers-Bausch Observatory (or his/her designee), and the Facility Manager of the Sommers-Bausch Observatory (or his/her designee), are not required to be Members of the Society. The Facility Director and Manager of the Sommers-Bausch Observatory are appointed by the University of Colorado, a process that is outside the scope of these Bylaws.

Section 2. Duties

The Directors shall have statutory and fiscal management responsibility over the affairs of the Society as defined in the Articles of Incorporation and the laws of the State of Colorado. The Directors shall meet at least once per year.

Section 3. Election and Term of the Director-at-Large

Election of the Director-at-Large shall take place in the same election, and by the same methods, as election of Executive Officers described in Article V below. The term of Director-at-Large shall be for two years. The Director-at-Large shall be a voting Member of the Society.

Section 4. Removal of Directors

Directors who are also Executive Officers may only be removed through the process specified in the section of the by laws titled Removal of Officers. Society Directors appointed by the Facility Director or the Facility Manager of the Sommers-Bausch Observatory, may only be removed by the Facility Director of the Sommers-Bausch Observatory. The Director at Large may only be removed from office in the event that his/her membership in the Society is revoked.

ARTICLE IV: EXECUTIVE OFFICERS

Section 1. Officers

The Officers of the Society shall be the President, Vice President, Secretary, Treasurer, and Webmaster. The Officers shall be members of the Executive Committee, and the President and Treasurer shall be members of the Board of Directors. All Officers shall be voting Members of the Society.

Section 2. Executive Committee

The Officers shall constitute the Executive Committee. In all matters requiring a vote by the Executive Committee, Officers shall have one (1) vote each.

Section 3. Terms of Office

The terms of office for the Executive Officers shall be as follows:

- a. The offices of the President, Vice President, and Secretary shall be for one (1) year.
- b. The office of the Treasurer shall be for two (2) years.
- c. The office of the Webmaster shall be for two (2) years.
- d. The Director-at-Large shall be for two (2) years.

Section 4. Removal of Officers

Any Officer may be removed by a three-fifths (3/5) majority vote of the Board of Directors, or by a three-fifths (3/5) majority vote of the Members. In the event of a Membership vote to remove an Officer, at least 60% of active Members must be present to constitute a quorum.

Section 5. Duties

The Executive Officers shall be responsible for the daily management of the Society. The duties of the Executive Officers shall be as follows:

- a. The President shall be the Chief Executive Officer of the Society. President –
 1. Shall be a member of the Board of Directors.
 2. Shall have general responsibility for supervision over the business and affairs of the Society, subject to the powers vested in him or her by the Executive Committee.
 3. 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 Executive Committee.
 4. Shall preside over Society meetings and Executive Committee meetings and shall have a vote on all issues.
 5. May call special meetings of the Executive Committee.
 6. Shall create and appoint special committees and shall be an ex-officio member of all committees.
 7. Shall serve as the coordinator in arranging speakers and special presentations for Society general meetings.
 8. Shall provide the Webmaster with a copy of an agenda for the next Society general meeting at least ten (10) days before the meeting date.
 9. May, upon completion of his/her tenure, serve as an advisory member of the Executive Committee, without vote, until succeeded.
- b. The Vice President shall –
 1. Assist the President in the discharge of his/her duties and perform them in the case of absence, death, disability, or resignation of the President.
 2. Assist the President in arranging speakers and special presentations for Society general meetings.
 3. Serve as the coordinator in arranging special events and star parties outside the Society general meetings.
- c. The Secretary shall –
 1. Record and preserve the minutes of Society general meetings and executive committee meetings and shall provide summaries of minutes within fifteen (15) days to the Webmaster for distribution to Society Members.
 2. Keep an accurate record of the Membership of the Society and update the Webmaster and the Treasurer as to new Members and their contact information within fifteen (15) days after each Society general meeting.
 3. Issue timely notices of executive committee meetings as instructed by the President or Vice President.
- d. The Treasurer shall –
 1. Be a member of the Board of Directors.
 2. Receive all dues and other money due the Society and shall keep proper books of account of all monetary transactions.
 3. Place the funds in a repository approved by the Executive Committee
 4. Present an account of his/her transactions as Treasurer and of the financial condition of the Society annually and at other times as the The Board of Directors may require.

5. Notify the Society's designated Astronomical League correspondent of new Members of the Society, provide mailing addresses of the new Members, and pay the dues as required by the Astronomical League.
- e. The Webmaster shall –
 1. Maintain the Society web site.
 2. Make minutes of previous meetings available no later than seven (7) days before the next scheduled Society general meeting, along with an agenda for the next meeting as provided by the President or Vice President.
 3. Provide directions to the sites of Society general meetings, star parties, and other Society-related special events.
 4. E-mail notices to all voting members providing them notice of any membership meetings at which changes to these bylaws will be voted upon.
- f. In the event of the death, resignation, or disability of any Executive Officer other than President, the President shall, according to the will of the Executive Committee, either schedule a special election or appoint a successor to fill the unexpired term.
- g. Each Officer of the Society shall present a brief report at each Society general meeting.
- h. Each Executive Officer shall undertake such other duties as the executive committee, from time to time, may assign.

ARTICLE V: ELECTIONS

Election of Officers and Director-at-Large shall take place annually. Nominations shall be by voice and must be seconded. Elections shall take place by paper ballot and results shall be announced at the same meeting. In the case of a tie, a tie-breaking paper ballot shall be conducted at the same meeting before the end of Society business. Founding Executive Officers shall assume the duties of office immediately upon election. Succeeding Officers shall assume the duties of office on the first day of the month after which elections were held.

ARTICLE VI: MEETINGS

The Society General Meetings shall be conducted monthly. The majority of the Society General Meetings shall be conducted at the Sommers-Bausch Observatory for as long as the Observatory is made available to the Society. On special occasions the General Meeting may be moved to the Fiske Planetarium, or to another facility.

ARTICLE VII: PROPERTY AND FINANCIAL

Section 1. Property

The Society may acquire and hold property of any description, real or personal, by gift, purchase, or otherwise.

Section 2. Financial

The Society shall be a not-for-profit organization in accordance with Section 501 (c) (3) of the U.S. Internal Revenue as now enacted or hereafter amended. Donations of material, real or personal, and monetary gifts and contributions shall be tax deductible. Membership dues over the amount paid to the Astronomical League by the Society shall be tax deductible.

Section 3. Disposal of Assets upon Dissolution of the Society

Upon dissolution of the Society, the executive committee shall, after paying or making provision for payment of all Society liabilities, dispose of all Society assets exclusively to tax exempt organization(s) operated for the advancement of the science of astronomy, including educational institutions.

Section 4. Intellectual Property

Membership and mailing lists of the Society are considered property of the Society.

Educational materials, publications, and the Society web site content developed and produced by the Society are considered property of the Society. Material reproduced by the Society with permission of its owners remains the property of its original owner.

No commercial use of the Society property is permitted without approval by the Executive Committee.

ARTICLE VII I: AMENDING THE BYLAWS

These Bylaws may be amended by a 3/5ths vote of the Executive Committee and a simple majority of the voting membership present at each of two consecutive General Meetings. The members of the Executive Committee shall not participate in the Membership vote at the General Meeting, having already cast their votes in the Executive Committee.

Proposals for amending these Bylaws must be submitted in writing to the President. The President must bring the proposal before the Executive Committee for a vote within 60 days of submission. Any proposal to amend these Bylaws that is approved by the Executive Committee must be posted on the web site for review by the Membership for a minimum of 60 days prior to each of the two membership meetings at which the membership will vote on the proposed amendment to the Society's bylaws. The Notice posted to the web site must contain information regarding the time, date and place of each of the two General Membership meetings at which the proposed bylaws amendment will be voted upon and must also describe the content of the proposed bylaws change with a pro and con explanation of the proposed amendment. The notice developed for the web site posting must also be e-mailed to voting members of the Society 30 days in advance of the first of the two General Membership meetings at which the by laws change amendment will be voted upon.

Any amendment proposal to these Bylaws that is rejected by the Executive Committee, or which fails to receive a simple majority approval in a vote by the Membership at two consecutive General Meetings, shall not be eligible for resubmission for a minimum period of 180 days after the date of its initial submission to the President.