

Bylaws of the STAR Astronomy Society, Inc.

As approved on June 5, 2003

Article I – Name

The name of the organization shall be “STAR Astronomy Society, Inc.”, hereinafter referred to as “the organization”. STAR is an acronym for “Society for Telescopy Astronomy and Radio.” This corporation shall be subject to the administrative provisions of the New Jersey Nonprofit Corporation Act.

Article II – Object

The object of the organization shall be to promote interest and knowledge in astronomy and related subjects among the membership and the general public

Article III – Members

Section 1. Eligibility

All persons and organizations interested in the object of the organization shall be eligible for membership.

Section 2. Classes of Members

There shall be the following classes of membership: Individual, Organization, and Family. Family memberships shall be limited to members of the same household.

Section 3. Voting

- a) Organization members shall be non-voting members, and shall not be considered in the determination of a quorum.
- b) Each individual member shall be entitled to one vote.
- c) Family memberships shall be entitled to two votes.
- d) Proxy voting shall not be permitted except in the case of adoption of a plan of dissolution.

Section 4. Dues

- a) The annual dues for each class of membership shall be reviewed and determined by the membership each year at the June meeting, also known as the Annual meeting.
- b) Annual dues are payable at the September regular meeting.
- c) Membership shall become effective 15 days after the payment of dues, as recorded by the Treasurer.
- d) Members in arrears for 3 months shall be removed from the membership.
- e) The board may establish rules for determination of initial dues for persons or organizations wishing to join at other than the September regular meeting.

Article IV – Organization

Section 1. Officers

- a) The officers of the organization shall be President, Vice-President, Secretary, and Treasurer.
- b) The officers shall perform duties prescribed by these bylaws and by the parliamentary authority adopted by the organization.
- c) No person may hold more than one office concurrently.

Section 2. Board of Trustees

- a) The Board of Trustees (the “Board”) shall consist of five voting members elected by and from the membership of the organization: the four officers described in Article IV, Section (1)(a), and a fifth Board member-at-large. Members of the Board shall serve without compensation.
- b) The officers of the organization shall ex-officio be the members of the Board.
- c) The Board shall have general supervision of the affairs of the organization between meetings of the organization, shall meet to plan and discuss organization business, and shall perform such other duties as are specified in these bylaws. The Board shall be subject to the orders of the organization, and none of its acts shall conflict with action taken by the organization.

Bylaws of the STAR Astronomy Society, Inc.

As approved on June 5, 2003

- d) The Board shall establish and maintain written policies and procedures regarding the conduct of business. The Board shall also ensure that each officer fulfills the duties of his or her office. Each year the Board shall appoint one of its member to act as the registered agent for the corporation, and shall notify the Secretary of State of New Jersey of the appointment. The Board shall ensure that Annual Reports are filed as required by the statutes of the State of New Jersey.
- e) The Board shall be empowered to establish standing or temporary committees, as it deems necessary. All committees so established shall act solely in accordance with the authority granted by the Board. Members of such committees shall serve without compensation.
- f) The Board shall not be able to undertake any of the following acts without prior approval of the membership:
 - 1) To spend sums in excess of such amount that is established by the membership at the Annual meeting.
 - 2) To make capital expenditure in excess of an amount established by the membership at the Annual meeting.
 - 3) To encumber or cause liens to be placed on the assets of the organization.
 - 4) To enter into any contracts.
- g) A quorum for Board meetings shall be a majority of the members of the Board. Actions taken by the Board must be approved by a majority of the members of the Board.

Section 3. Elections

- a) Election of officers and the Board member-at-large shall take place at the Annual meeting.
- b) At the April regular meeting, a Nominating committee of at least three members shall be appointed by the Board. It shall be the duty of this committee to nominate a slate of candidates for the offices to be filled at the Annual meeting. Additional nominations for all offices shall be accepted from the floor immediately prior to the voting for each respective office.
- c) Voting shall proceed in the following manner: President, Vice-President, Secretary, Treasurer, and Board member-at-large.
- d) A plurality shall be sufficient to elect.

Section 4. Term of Officers and Members of the Board

Office shall be effective on July 1 for a term of one year or until a successor is elected.

Section 5. Vacancies on the Board of Trustees

If the office of President, Vice-President, Secretary, Treasurer, or Board member-at-large becomes vacant for any reason a special election shall be held at the next meeting to fill that office for the unexpired term, providing that at least 10 days written notice via email, fax, or first class mail shall be given to the membership in the event of such a pending election.

Section 6. Duties of the Officers

- a) Duties of the President shall be to:
 - 1) Preside at meetings.
 - 2) Coordinate the activities of the Board of Trustees.
 - 3) Make recommendations to the Board of Trustees regarding committees or working groups, as necessary for the efficient operation of the Board, organization, and its activities.
 - 4) Perform other duties as assigned by the Board of Trustees.
- b) Duties of the Vice President shall be to:
 - 1) Serve in the place of the president in case of president's absence or incapacitation.
 - 2) Perform other duties as assigned by the Board of Trustees.
- c) Duties of the Secretary shall be to:
 - 1) Keep all official documents and records of the organization
 - 2) Record the minutes of all regular, business, and Board of Trustees meetings.
 - 3) Provide written notifications to members of special meetings or special elections, where provided for under the bylaws, or as requested by the Board of Trustees.

Bylaws of the STAR Astronomy Society, Inc.

As approved on June 5, 2003

- 4) Perform other duties as assigned by the Board of Trustees
- d) Duties of the Treasurer shall be to:
 - 1) Execute financial transactions as authorized by these bylaws.
 - 2) Receive and distribute all dues, subscriptions and bank receipts.
 - 3) Account for all receipts and expenditures.
 - 4) Report on club finances at the Annual meeting and at meetings of the Board of Trustees.
 - 5) Maintain an up-to-date roster of members.
 - 6) Perform other duties as assigned by the Board of Trustees.
- e) Duties of the Member-at-Large shall be:
 - 1) Attend board meetings.
 - 2) Perform other duties as assigned by the Board of Trustees.

Article V – Meetings

Section 1. Regular Meetings

- a) Regular meetings shall be held monthly from September through June.
- b) The schedule of the meetings shall be determined by and amended by the membership.

Section 2. Annual Meeting

The June regular meeting shall also be known as the Annual Meeting. The order of business at this meeting shall include elections, the setting of dues, and the establishment of spending authority of the Board.

Section 3. Special Meetings

- a) A Special Meeting of the organization shall be called by the President whenever:
 - 1) Requested in writing to the Board by at least 5 members of the organization, or
 - 2) Decided upon by a majority of the Board.
- b) The members of the organization shall be notified of any special meetings by at least 10 days written notice via email, fax, or first class mail in advance of the date of such meeting. The notice shall specify the place, date, hour, and purpose of the special meeting.

Section 4. Conduct of Business

Except for actions taken by the Board in accordance with Article IV, Section (2)(c) and Section (2)(f), business of the organization may only be conducted at regular or special meetings.

Section 5. Quorum

A quorum shall consist of one-third of the members eligible to vote.

Article VI – Revocation of Membership and Removal of Elected Officers from Office

Revocation of Membership

- a) A membership may be revoked for any of the following reasons:
 - 1) Willful misuse of organization property.
 - 2) Willful disregard for her/his own safety or for the safety of others while at any of the organization's observing sites or on organization sponsored events.
 - 3) Conduct detrimental to the Organization.
- b) Any member will be subject to expulsion for the reasons listed above after recommendation by the Board, or upon written request to the Board by at least 5 members of the Organization.
- c) Upon written request to the Board of Directors, any member subject to expulsion will be permitted a hearing before the general membership. Such request must be made within 30 days of notification to the member of the recommendation for expulsion.
- d) Following the recommendation, the membership shall be informed at the next regular meeting of the facts upon which the recommendation is based.
- e) After the period for requesting a hearing has expired, the membership shall be revoked after a two-thirds vote at the next regular or special meeting.

Bylaws of the STAR Astronomy Society, Inc.

As approved on June 5, 2003

- e) Membership will be reinstated only upon written request to the Board of Directors, followed by a two-thirds vote at any regular or special meeting.

Removal of an Elected Officer from Office

- a) An Elected Officer may be removed from office for any of the above reasons or for misconduct or neglect of duty while in office.
- b) Any Officer will be subject to removal from office upon recommendation by the Board or upon written request to the Board by at least 5 members of the Organization.
- c) Upon written request to the Board of Directors, any officer subject to removal will be granted a hearing before the general membership. Such request must be made within 30 days of notification to the officer of the recommendation for removal.
- d) Following the recommendation, the membership shall be informed at the next regular or special meeting of the facts upon which the recommendation is based.
- e) After the period for requesting a hearing has expired, the officer shall be removed from office after a two-thirds vote at the next regular or special meeting.

Article VII – Parliamentary Authority

The rules contained in Robert’s Rules of Order – Newly Revised shall govern this organization in all cases to which they are applicable, and in which they are not inconsistent with these bylaws.

Article VIII – Amendment and Interpretation of the Bylaws

Section 1. Amendment

These bylaws may be amended by a two-thirds vote at any regular or special meeting, provided the amendment has been proposed by the Board or submitted to the Board by at least 5 members of the organization. The Board shall send a written copy via email, fax, or first class mail of any proposed amendment to each member of the organization at least 10 days, but not more than 60 days, prior to the meeting at which the vote will take place.

Section 2. Interpretation

Any question of interpretation of these bylaws shall be resolved by the Board.

Article VIII – Dissolution

Section 1. Recommendation of the Board

Only the Board may recommend that the corporation be dissolved, in which case it shall adopt a plan of dissolution, and direct that the plan be submitted to a vote at a meeting of the members.

Section 2. Disposal of Assets

The plan of dissolution shall provide that the Board shall, after payment of all liabilities, dispose of all of the assets of the organization to such organizations which agree to use the assets for purposes consistent with the object of this organization, and which at that time qualify for exemption under the applicable sections of the Internal Revenue Code.

Section 3. Approval of the Plan

- a) Written notice shall be given via email, fax, or first class mail to each member entitled to vote at least 10 days, but not more than 60 days, prior to the meeting at which the plan shall be submitted for approval. The notice shall include a copy of the proposed plan of dissolution.
- b) At the meeting, a vote of the members shall be taken on the proposed plan of dissolution. Votes cast by proxy shall be permitted in accordance with Article III, Section (3)(c), provided that such proxy is evidenced by the dated signature of the member. The plan of dissolution shall be approved upon receiving the affirmative vote of two-thirds of the votes cast by the members entitled to do so.