



The Denver Astronomical Society  
*“One Mile Nearer the Stars”*

BYLAWS  
of  
The Denver Astronomical Society

Adopted as amended  
September 17<sup>th</sup>, 2004.

**ARTICLE I**  
**Membership**

Section 1.0 Any person interested in the purposes of the Society is eligible for membership.

Section 2.0 Classes of membership shall be: Individual, Student and Honorary. All classes of membership shall enjoy the rights and privileges of the Society, as hereinafter set forth:

- A. Individual membership. Individual members are those persons who have paid annual Individual membership dues. Each Individual member shall be entitled to one vote on any matter properly submitted to a vote of the membership.
- B. Student Membership. Student members are those individuals under 23 years of age who are interested in the purposes of the Society and who have paid Student membership dues. Student members shall be entitled to one vote on any matter properly submitted to a vote of the membership.
- C. Honorary Membership. Honorary members are individuals to whom membership is granted by majority vote of the Executive Board. Honorary members are not required to pay dues and have no voting or office-holding rights within the Society.

Section 3.0 The Executive Board shall establish membership dues for each category of membership. Dues shall be payable at the time of application, be effective for one (1) year from that date and shall be payable annually thereafter.

Section 4.0 A member in default of dues for sixty (60) days after the due date shall, forthwith, be dropped from membership in the Society

## ARTICLE II

### **Membership Meetings**

Section 1.0 There will be monthly General Meetings of the membership, as established by the Executive Board.

Section 2.0 The election of the Executive Board and Officers shall be conducted at the General Meeting in February. The Officers and Board members will be installed at the Annual Banquet in March.

Section 3.0 The Executive Board or a majority of the membership may call special meetings of the membership. Seven (7) days' prior written notice stating the date and objective of such special meetings shall be sent to each member at his or her last known address.

## ARTICLE III

### **Executive Board**

Section 1.0 A Board of Trustees, consisting of thirteen (13) members of the Society, including the four (4) Officers identified in Article IV, Section 1.0, eight (8) Board members elected at-large annually and the immediate Past President, shall govern the Society. Said Trustees shall serve one-year terms. The Board shall be designated the "Executive Board" and shall determine the policies of the Society and have authority over all property and business of the Society. The Executive Board, by a majority vote, shall fill any vacancy occurring on the Board for the unexpired term of such vacancy.

Section 2.0 Executive Board meetings shall be held at least six (6) times a year and may be called by the President or by any three (3) members of the Board. At least seven (7) days' prior written notice of any unscheduled meetings shall be sent to each member at his or her last known address and shall, so far as possible, contain a statement of the business to be transacted at the meeting.

Section 3.0 A majority of the Executive Board shall constitute a quorum for the transaction of business at any Board meeting.

Section 4.0 Three (3) consecutive unexcused absences of any Executive Board member shall be investigated to determine the need for replacement of that member.

Section 5.0 The Executive Board may, but is not required to, authorize the President to appoint an Executive Committee consisting of four (4) or more members of the Board.

The President shall be a member of, and preside over, the Executive Committee. The Board may delegate to the Executive Committee the authority to act in the absence of the Board on Society business not involving matters of policy and not involving expenditures of amounts in excess of \$500.00.

Section 6.0 The Executive Board shall be empowered, by a two-thirds (2/3) majority vote of the Board, to revoke the membership of any member whose actions are determined to be detrimental to the general welfare of the Society. The individual(s) shall be notified by letter from the Executive Board of their inappropriate actions. Reapplication to the Society can be made after one (1) calendar year from the date of revocation.

## ARTICLE IV Officers

Section 1.0 The membership shall elect each year, from among the nominations submitted by an Election Chairperson, a President, Vice-President, Secretary and Treasurer. Vacancies in said position(s) shall be filled by a majority vote of the Executive Board for the remainder of the one-year term(s).

Section 2.0 The President shall be the Chairperson of, and preside at, all meetings of the Executive Board and at all General or special meetings of the Society. He or She shall direct and administer the affairs of the Society as its Executive head and shall supervise all phases of its work, subject to instructions of the Executive Board. He or She shall appoint or dissolve committees in compliance with these Bylaws and shall be a member, ex-officio, of all committees.

Section 3.0 The Vice-President shall assist the President in carrying out his or her duties and shall preside at all meetings in the absence of the President. He or she may be designated by the President to head one of the standing committees and shall act as Program Chairperson.

Section 4.0 The Secretary shall keep a record of all proceedings of the Society, all meetings of the Executive Board, Executive Committee and all membership meetings. The Secretary shall perform such other duties as the Board may direct, including, but not limited to, reading minutes of meetings, corresponding with outside individuals and organizations on behalf of the Society and reporting to the Executive Board all correspondence received regarding Society affairs. He or she shall maintain a permanent file, including the Articles of Incorporation, Bylaws and any letters or documents of historical or administrative interest to the Society.

Section 5.0 The Treasurer shall have custody of the Society's funds, except as described in Article VI, Sections 3.0 and 5.0, and shall see to the disbursement of all monies and securities in accordance with the directions of the Executive Board. He or She shall maintain the Society's general bank account (which shall require that all checks be signed by either the President or the Treasurer) and keep accurate, current records of all financial transactions.

No less than quarterly, the Treasurer shall submit reports of the Society's financial condition to the Executive Board and shall submit a report annually to the Society. He or She shall serve as Chairperson of the Finance Committee, if established. The Treasurer shall submit the Society's books, as directed by the Executive Board, for audit each year. The Treasurer shall also maintain the Society's membership list, but may delegate this responsibility as deemed necessary.

## ARTICLE V **Election of the Executive Board and Officers**

- Section 1.0 The President, with approval of the Executive Board, shall annually appoint, at the General Meeting in November, an Election Chairperson who is not a member of the Executive Board. The name of the Election Chairperson shall be made known to the membership of the Society in the Society's monthly newsletter no later than December. Any member of the Society may submit nominations for Officers and Executive Board members to the Election Chairperson.
- Section 2.0 The membership shall nominate each year, through the Election Chairperson, candidates for one-year terms as Executive Board members, and candidates for one-year terms as President, Vice President, Secretary, and Treasurer.
- Section 3.0 Nominations will be presented to the membership prior to the election to be held at the General Meeting in February.
- Section 4.0 Election of Officers and Board Members shall be held at the General Meeting of the membership in February.
- Section 5.0 The newly elected Executive Board members and Officers shall take office at the Annual Banquet of the Society held in March.

## ARTICLE VI **Committees**

- Section 1.0 The President, with approval of the Executive Board, may appoint Special or Task Force committees whose terms of office will be determined by the length of the assignment to be accomplished.
- Section 2.0 The Executive Board shall appoint such regular or standing committees as may be necessary to carry out the functions of the Society.

Section 3.0 The Van Nattan-Hansen Scholarship Committee shall administer the Van Nattan-Hansen Scholarship Fund and shall make scholarship awards therefrom. The Committee Chairperson shall administer a separate account for said scholarship funds and withdrawals will be signed by the DAS Treasurer and a designated member of the Committee in accordance with Committee bylaws. The Executive Board need not approve disbursement of funds from said account, however, the Committee shall report its activities to the Executive Board no less than quarterly. The Executive Board will coordinate with the Committee with regard to investment of scholarship funds.

- A. The Executive Board shall appoint the Van Nattan-Hansen Scholarship Committee, which shall consist of six (6) members of the Society. The Committee shall serve a term of two years. Vacancies on the Committee shall be filled by the Executive Board for the remainder of the unexpired term. The six (6) Committee members hereinabove described shall select one (1) additional member from an appropriate professional field such as astronomy, physics, astrophysics or mathematics. Said professional member shall also serve a two- year term, but may be reappointed.

Section 4.0 The Chamberlin Restoration and Maintenance Committee shall study, consider and propose restorative and maintenance needs of Chamberlin Observatory. It shall make recommendations and advise the Executive Board on the use of available funds and suggest priorities. Upon approval by the Executive Board, said suggestions or proposals shall be submitted to the Observatory Director, or an agent of the Director, for approval. Upon approval by the Director, the Executive Board shall approve the disbursement of monies from the Restoration and Maintenance Fund or delegate said authority to the Restoration and Maintenance Committee. The President and Treasurer shall have signatory authority on the Restoration and Maintenance Fund.

Section 5.0 The Edmund G. Kline Dark-Site Committee shall propose, coordinate and execute projects for the construction and maintenance of the Society's Edmund G. Kline Dark-Site Project at Deer Trail, Colorado. The Committee Chairperson shall administer a separate bank account, The Edmund G. Kline Dark-Site Fund, for continuing construction of the project and shall coordinate efforts for acquisition of additional funds. The Executive Board need not approve disbursement of funds from said account, however, the Committee must report its activities to the Executive Board no less than quarterly.

Section 6.0 The above committees shall operate according to Bylaws, Charters, Letters of Intent, or procedures established by the committees and approved by the DAS Executive Board. All committees shall report financial activities to the Treasurer as deemed necessary for the preparation of financial statements.

ARTICLE VII  
**Parliamentary Authority**


In matters not covered by law, the Articles of Incorporation or Bylaws, *Robert's Rules of Order, Newly Revised*, shall govern.

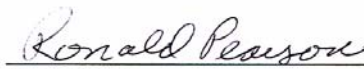
ARTICLE VIII  
**Amendments**

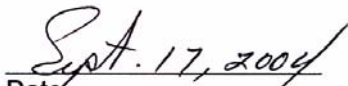
Section 1.0 The Bylaws may be amended by a 2/3 (two-thirds) vote of the Executive Board at a meeting regularly called. Notice of amendments must be sent to each member of the Executive Board at his or her last known address at least fifteen (15) days before the meeting. The Articles of Incorporation and Bylaws may also be amended by a majority vote of more than fifty (50) percent of the membership of the Society by written ballot sent to each member at his or her last known address.

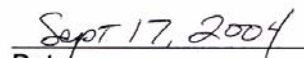
Section 2.0 Amendments to the bylaws may be proposed by an Executive Board member or by a petition signed by at least twenty-five (25) members of the Society and submitted to the Executive Board. In the event the members submit a petition, the Executive Board shall be required to submit the amendments to the membership for a vote, if the petition so demands.

Section 3.0 Amendments to the Article of Incorporation shall be made as follows: The Board of Trustees shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of members entitled to vote. The meeting may be either a Special meeting or a General meeting. The proposed amendment shall be submitted to the members as described above whenever at least one-twentieth of the members entitled to vote thereon so request. A written notice setting forth the proposed amendment, or a summary of the changes to be effected thereby, shall be given to each member entitled to vote at such meeting. Notice of the meeting shall be given, as provided by law in the Articles of Incorporation and the Bylaws for notice of membership meetings. The proposed amendment shall be adopted upon receiving at least two-thirds (2/3) of the votes which members present at such meeting are entitled to cast.

  
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President  
Steve Solon

  
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Secretary  
Ronald Pearson

  
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Date

  
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Date