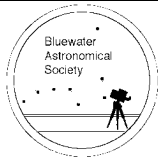


Bluewater Astronomical Society B.A.S.

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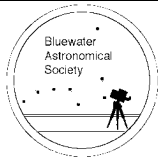


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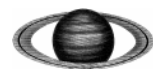
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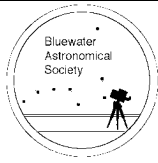
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This Document accepted, revised, and passed by the Executive on February 22, 2006

This Document accepted and passed by the Membership on April 5, 2006

Any changes or revisions made to this set of bylaws will be listed at the end of this document.





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Article 1.0

Name of the 'Society'

- 1) The Name of the Group is "The Bluewater Astronomical Society", hereafter, known in this document, as the 'Society'.
- 2) This group may be referred to as the "Bluewater Astronomers".

Article 2.0

Objectives of the 'Society'

- 1) to promote basic and advanced astronomical knowledge among club members, and
- 2) to promote astronomy interest in the general public

Article 3.0

Officers, Governing Bodies

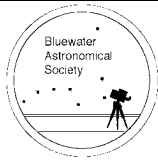
Article 3.1 The Executive {Ref Article 5.10, 1), 3), Article 7.3}

- 1) The Executive shall consist of the a) President, b) Secretary, and c) Treasurer, as well as, if appropriate, d) Vice President, and e) plus one appointed Family, Honorary or Active member (called an Executive Member at Large), if the Executive wishes to appoint a person for this position.
- 2) Each elected position on the Executive will be for two years.
- 3) The Executive will meet as the business of the 'Society' shall require.
- 4) The Executive may appoint a member to a Position of Responsibility, if there is any other duty requiring attention by the 'Society'.
- 5) The Executive shall give all appointed people in Positions of Responsibility and Committee Chairpersons direction, title and purpose in accordance with the By Laws of the 'Society'.
- 6) Any motion passed by the Executive that has been the result of a vote will be passed by a simple majority of the sitting members of the Executive. {Ref Article 5.17, 2)}
- 7) The President, Secretary, and Treasurer will be elected officials from an Annual General Meeting.
- 8) The Vice President will be elected from an Annual General Meeting if appropriate.

Article 3.2 The Board {Ref Article 5.10, 2), 4), Article 7.4}

- 1) The Board may consist of all members of the current Executive plus the a) Past President, b) Outreach Chairperson, c) Librarian, d) Membership Chairperson, e) Web Master, f) Equipment Manager d) Communications (Newsletter) Chairperson plus, f) one appointed Family or Active member (called a Board Member at Large), if the Board wishes to appoint a person for this position. The Board may also include Committee Chairpersons committees and Persons of Responsibility. All members of the Board are appointed by the Executive.
- 2) The Board will meet as the business of the 'Society' shall require, or, when the Executive directs.
- 3) People in Positions of Responsibility and all Chairpersons of Committees that are members of the Board will have all voting rights and privileges. {Ref Article 6.1, 3)}
- 4) Any Board member may, if desired, create a committee to assist in the duties of the chairperson of that committee.
- 5) Any motion passed by the Board that has been the result of a vote will be passed by a simple majority of the sitting members of the Board. {Ref 5.17, 2)}





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Article 4.0 Membership

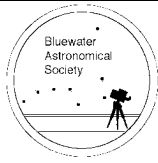
- 1) Membership includes Active Members, Family Members, Honorary Members, and Student Members.
- 2) Membership fees will be due at the first meeting of any given year.
{Ref Article 5.6, 1)}
- 3) Active Members joining part way through any year will be assessed a membership fee determined by the Executive.
- 4) All membership fees will be used for the normal and usual costs of operating the 'Society'.
- 5) Active Members, Honorary Members, and Family Members may take Executive positions or any elected or appointed positions.
- 6) Each Active Member shall pay a yearly membership fee, which will be determined by the Board and Executive.
- 7) Family Member
 - a) A Family Member is a member living in the same household, or is in the same immediate family as an Active member, and will not be required to pay the annual membership fee.
 - b) A Family Member is not entitled to the Newsletter published by the 'Society', but, is entitled to all the privileges of an Active Member.
- 8) Honorary Member
 - a) An Honorary Member is a person the current Executive or Board decides to reward or honor by making this person a permanent member for his/her life time.
 - b) An Honorary Member will not be required to pay the annual membership fee.
 - c) Honorary Members are entitled to all the privileges of the Active Members
- 9) Student Member:
 - a) A full time student at a school or educational institution will be called a Student Member and will not be required to pay the annual membership fee.

Article 5.0 Duties of Elected or Appointed Officials

Article 5.1 Duties of the President

- 1) to create agendas for all Board, Executive and Regular Meetings
- 2) to preside over Executive, Board or Regular Meetings
- 3) The president may designate the creation of an agenda or the presiding of an Executive, Board or Regular Meeting.
- 4) to supervise, or designate the supervision of any voting or any election procedures of the 'Society'
- 5) The President or designate (Secretary), will advise the Executive by mail, email and/or telephone of the time and place of any future Executive meetings.
- 6) The President or designate (Secretary), will advise the Board by mail, email and/or telephone of the time and place of any future Board meetings.
- 7) The President or designate (Secretary), will inform all members personally, by mail, email and/or telephone the time and place of any future regular meetings.





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Article 5.2

Duties of the Vice President

- 1) to assist the president in any of the President's activities when requested by the President
- 2) to direct the 'Society' in the absence of the President, or if requested, by the President

Article 5.3

Duties of the Past President

- 1) to assist the President in any of the President's activities, when requested by the President
- 2) to direct the 'Society' in the absence of the President, or, if requested by the President

Article 5.4

Duties of the Secretary

- 1) to record and maintain minutes of all Executive, Board and regular meetings.
- 2) to e-mail, mail or post minutes of any Executive, Board or Regular Meeting to all Active, Student, Family, and Honorary Members.
- 3) The Secretary will inform all members of the Annual General Meeting at least fourteen days before the meeting {Ref Article 7.4, 3)}
- 4) The Secretary, or designate, will be responsible for the maintenance and safe keeping of a list of all inventoried equipment and property. {Ref Article 5.12, 2)a)}

Article 5.5

Duties of the Treasurer

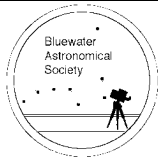
- 1) to transact all finances on behalf of the 'Society'.
- 2) to keep records of the financial activities of the 'Society'
- 3) to account for monies received and disbursed on behalf of the 'Society'
- 4) to maintain and submit financial records or statements to the Executive or Board when requested by the Executive or Board
- 5) to ensure all 'Society' Members have Liability Insurance through the 'Society'

Article 5.6

Duties of the Membership Chairperson

- 1) a) to notify all members of yearly membership fees due
b) to assist the Treasurer, or designate, in collecting membership fees from Active Members and any other fees due from members {Ref Article 4.0, 2)}
- 2) to create and maintain a membership list of all paid members to include information such as addresses, phone numbers, email addresses etc
- 3) to instruct the Treasurer to pay any membership fees to other organizations as directed by the Executive or Board
- 4) to advise and update the Board members and Chairpersons of any changes in the data in the membership lists
- 5) to provide new members with a membership 'kit' (to include meeting schedules, Newsletter, and other pertinent 'Society' information)





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Article 5.7

Duties of the Outreach Chairperson

- 1) to establish and carry into effect, a program of public education and outreach on behalf of the 'Society'
- 2) to enlist personnel from the general membership of the 'Society' to supply and assist speakers to the community at large
- 3) to develop youth participation programs which will be made available to the general public as well as to schools
- 4) to organize special events and displays throughout the community
- 5) to promote the 'Society' and its activities, via media contact and general information posters, publications and brochures on an ongoing basis, as well as for special programs and events

Article 5.8

Duties of the Librarian

- 1) to maintain an inventory of all books, magazines, publications etc. in the possession of the 'Society', and loaned to members
- 2) to make available all Library resources to all members on a loan basis
- 3) may present to the general membership, book reviews, information sessions, reports of recent developments of an astronomical or related nature

Article 5.9

Duties of the Communications/Newsletter Chairperson

- 1) to create, produce, circulate, post news/information letters or bulletins to all members of the 'Society'
- 2) to maintain contact with other organizations through newsletters, e-mails, publications or bulletins etc.

Article 5.10

Duties of a Member At Large

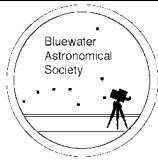
- 1) The Executive may appoint a Member at Large to act on the Executive. Any specific duties of the Executive Member at Large will be determined by the Executive. {Ref Article 3.1, 1)}
- 2) The Board may appoint a Member at Large to act on the Board. Any specific duties of the Board Member at Large will be determined by the Board. {Ref Article 3.2, 1)}
- 3) The Executive Member at Large will have all the rights of any Executive Member. {Ref Article 3.1,1)}
- 4) The Board Member at Large will have all the rights of any Board Member. {Ref Article 3.2, 1)}

Article 5.11

Duties of Other Officers

- 1) a) The Executive may from time to time create a position, as either a Committee Chairperson, or, for a position on a committee.
b) This selection will be an appointment by the Executive who will give the person appointed direction, title, and purpose.
- 2) a) The Board may from time to time, create a position, as either a Committee Chairperson, or, for a position on a committee
b) This selection will be an appointment by the Board who will give the person appointed direction, title, and purpose.





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- 3) Any Chairperson selected, will be a voting member on the Board, and have all the rights of a Board member.

Article 5.12 Duties of People in Positions of Responsibility

1) Web Master -

- a) to design and maintain a Web Site, representing the 'Society', available to all members and the general public. This Web Site will be systematically updated. It will also be a source for 'Society' members to keep updated with the various 'Society' functions, events and membership information.
- b) to obtain from the Executive, and/or membership, information to be included on the web site of the 'Society'

2) Equipment Manager- {Ref Article 9.0}

- a) to inventory all 'Society' owned equipment (telescopes, etc.) {Ref Article 5.4, 4)}
- b) to maintain or have maintained equipment under the responsibility or ownership of the 'Society'
- c) to make suitable equipment owned by the 'Society' available for loan to members on a loan basis

Article 5.13 Removal from Office

- 1) Any member serving on the Board, or on a committee, or a Committee Chairperson, may be removed from that position. The Executive must approve this action. Notice of such action shall be forwarded to that member, who is entitled to make representation to the Executive, or a committee directed by the Executive, in order to plead his/her case.
- 2) A vote by the Executive will determine the final outcome or status. {Ref Article 5.17, 2)}

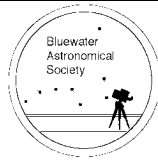
Article 5.14 Vacancy on a Committee

- 1) A vacant position may occur on a committee due to death, illness, a resignation or disqualification.
- 2) A vacancy of a committee member shall be filled by appointment of the Chairperson of that committee, providing that Chairperson desires a substitute committee member.
- 3) A vacancy of a Chairperson of a committee shall be filled upon approval of the Executive.
- 4) The Executive shall inform the membership of this action at the earliest opportunity.
- 5) The Chairperson or Executive may chose not to replace a committee member.

Article 5.15 Vacancy on the Executive or Board

- 1) A vacant position may occur on the Executive or the Board due to death, illness, a resignation or disqualification.





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- 2) The Executive shall inform the membership at the earliest opportunity that there is (are) (a) vacant position(s) on the Executive or Board.
- 3) A vacancy shall be filled by an election at a regular monthly meeting.
- 4) Any Active Member may seek the nomination for any vacant position.
- 5) Any member of the Executive may supervise the nomination(s) and election (if an election is necessary).

Article 5.16

Election of Officials {Ref. Article 5.17, Article 7.2}

- 1) A nominating committee shall be established on the direction of the Executive, and shall consist of (i) the current Past President, or, if applicable, any previous Past President, plus (ii) a current member of the Executive, to be decided by the Executive, and, (iii) one other BAS member, the selection of whom will be at the discretion of the Executive, and not serving on the Executive.
- 2) The nominating committee shall be established by the October general meeting of any given year, and cease to exist the day after the AGM in March of the following year.

Any vacant positions that have not been filled at the AGM, may be left open and vacant until the next Executive either fills the vacancy or leaves the position open. Any position filled or not filled must be reported at the next general meeting.

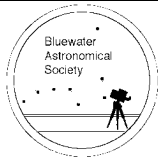
- 3) The nominating committee shall be responsible for drawing up a list of candidates seeking positions that will be vacant on the Board and Executive for the following year.
- 4) Nominations for any future vacancies may come from the floor at the AGM, and if more than one candidate seeks one office, an election for that position shall be held for that position. A candidate accepting any position on the Board or Executive of BAS must be a BAS member.

Article 5.17

Voting {Ref Article 3.1, 6), Article 3.2, 5), Article 5.13, 2) Article 7.1, 6), Article 5.16}

- 1) All motions that are decided by a vote will be passed by a simple majority by those sitting members participating in the vote.
- 2) Each member of the 'Society' who participates in a voting process will have one vote, except for the President. The President will cast one vote only where a tie has occurred in order to break the tie.
- 3) A Family Member who is the spouse or partner of an Active Member may cast a separate vote from the Active Member.
- 4) A maximum of two votes may be cast by any family having a Family Membership.





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Article 6.0 Committees

Article 6.1 Standing Committees

- 1) A standing committee that is established for a long term may be created on the direction of the Executive .
- 2) A standing committee will be given purpose, direction and title by the Executive.
- 3) The Chairperson of a standing committee will be appointed by the Executive. {Ref Article 3.2, 3}
- 4) The members of any Standing Committee shall be selected by its Chairperson. The Chairperson shall inform the Executive of this action .

Article 6.2 Special Committees

- 1) A special committee that is established for a short or long term may be created at the discretion of the Executive .
- 2) A special committee will be given direction, purpose and title by the Executive.
- 3) The Chairperson of a special committee will be appointed by the Executive. {Ref Article 3.2, 5}
- 4) The members of any Special Committee shall be selected by its Chairperson. The Chairperson shall inform the Executive of this action.

Article 7.0 Meetings

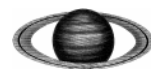
Article 7.1 Regular Meetings

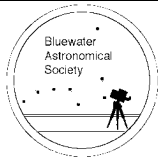
- 1) Regular monthly meetings will be held at a time and place selected by the Executive.
- 2) The Executive will set the time and place of monthly regular meetings on the general agreement of the membership.
- 3) Regular monthly meetings will take place for the purpose of conducting the normal routine business of the 'Society'.
- 4) Committees are encouraged to report to the general membership at the regular monthly meetings.
- 5) Committees are encouraged to give reports to the Executive and Board at their meetings when requested.
- 6) Any motion passed at any Regular meeting that has been the result of a vote will be passed by a simple majority of the sitting members present. {Ref Article 5.17, 2}

Article 7.2 Special Meetings {Ref Article 11.0, Article 5.16}

The Annual General Meeting:

- 1) An Annual General Meeting will be held each year, in the month of March.
- 2) At the Annual General Meeting, the vacant positions on the Executive will be selected by an election procedure.





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- 3) A regular meeting may be designated as an Annual General Meeting at the discretion of the Executive.
- 4) Notification of an Annual General Meeting will be given at least two weeks in advance of the meeting. {Ref Article 5.4, 3)}
- 5) Any motion passed at a Special Meeting that has been the result of a vote will be passed by a simple majority of the sitting members present. {Ref 5.17, 2)}
- 6) Changes, additions, deletions or amendments to any By Laws must be passed only at an Annual General Meeting.

Article 7.3 Executive Meetings {Ref Article 3.1}

- 1) Executive Meetings will be held on the direction of the President or if instructed by the President, the Vice President.
- 2) Any motion passed by the Executive that has been the result of a vote will be passed by a simple majority of the sitting members of the Executive {Ref 5.17, 2)}

Article 7.4 Board Meetings {Ref Article 3.2}

- 1) Board meetings will be held on the direction of the Executive.
- 2) Any motion passed by the Board that has been the result of a vote will be passed by a simple majority of the sitting members of the Board {Ref 5.17, 2)}

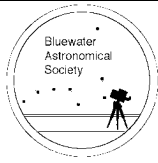
Article 8.0 Financial Disbursements and Records

- 1) All expenditures (normal operating expenses [i.e.: rent, insurance] as well as all Luxury Purchases [i.e.: books, "toys", equipment]) of the 'Society' will be subject to the approval of either, by the result of a vote at a regular meeting, or, at a Board Meeting, or, at an Executive Meeting.
- 2) Votes will be passed by a simple majority by those sitting members participating in the vote. {Ref 5.17, 2)}
- 3) Purchases made by the 'Society' shall be for the benefit of the 'Society', unless for a particular or special exception. These exceptions shall be made known to the Board of the 'Society'.
- 4) The Fiscal Year of the 'Society' will be from January 1 to December 31 of any given calendar year.
- 5) The Financial records of the 'Society' shall be reviewed annually, or at any time by the Executive. The Executive, or, the President plus the Treasurer, may delegate this task.

Article 9.0 Equipment and Property {Ref Article 5.12, 2}

- 1) The disposition of any equipment belonging to the 'Society' will be under the direction of the Executive.
- 2) The purchase of any equipment, new or used, or assets that will be owned by the 'Society' will be under the direction and/or supervision of the Executive.
- 3) The equipment owned by the 'Society' will be available to members on a loan basis in accordance with a Loan Policy approved by the Executive.





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- Article 10.0 Dissolution of the 'Society'
- 1) Dissolution will occur when no activities, functions of the 'Society' take place for a period of one year minimum, or when there are no Executive or Board Members to carry on the business of the 'Society' for three months.
 - 2) All equipment, books, property chattels and monies will be donated to an existing astronomical club, educational facility or museum, or similar Institution.
 - 3) This distribution will be under the direction of the last existing Executive or any Active Member of the 'Society', or a designate by the last existing Executive.

- Article 11.0 History of changes or revisions to this set of bylaws.

March, 2008: AGM

- 1) Article 8.0 was reworded, so that expenditures would be made more knowledgeable to the BCAS, and be under tighter control.
- 2) Article 9.0 was reworded slightly to make the intentions of the Article more precise.

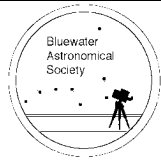
March 2009: AGM

- 1) Article 5.16, was rewritten to clarify the AGM procedures and information.
- 2) Article 5.17 adjusted as well.
- 3) Article 7. 2, a phrase added at end.

March 2011: AGM

- 1) The logos were revised to reflect the new name of the group.
- 2) Article 1, 2), name of group reference changed.
- 3) Articles 5.14, 2), 3) and 4), 5.15, 2) 3) 4) and 5) revised procedure to deal with vacancies on committees and the Executive and the Board of the group.
- 4) Article 5.17, revised to establish the number of votes for Family members.
- 5) Articles 6.1, 4), and 6.2, 4), revised to deal with creation of committees and its members and chairpersons.





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