

**BYLAWS
OF THE
BLACK HILLS ASTRONOMICAL SOCIETY**

[Adopted as a replacement for any previous editions on February 12, 1990]

[As amended December 12, 1994]

I. Purpose of the Corporation

The purposes for which this Corporation is formed are:

To do any or all of the things hereinafter mentioned, in the United States or any of its possessions, as fully and to the same extent as natural persons might and could do, viz.:

1. To conduct and carry out the work of this Corporation not for the pecuniary profit of its directors, officers, or members, but exclusively for charitable, scientific, and educational purposes in such manner that no part of its income or property shall insure the private benefit of any donor, member, trustee, officer, or individual having a personal or private interest in the activities of the Society; nor shall this Corporation issue stock nor distribute dividends, and no part of its net income shall inure to the benefit of any director, officer, or member; and any balance of money or assets remaining after the full payment of corporate obligations of all and any kinds shall be devoted solely to the charitable, educational, and benevolent purposes of this Corporation. This Corporation is organized exclusively for charitable, scientific, and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law). No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidates for political office. Notwithstanding any other provision of the Articles of Incorporation or of these Bylaws, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under 501(c)(3) of the Internal Revenue Code of 1954, as amended, or as may be amended in the future, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954, as amended, or as may be amended in the future.

2. Subject always to the provisions of paragraph 1 of this Article, SECOND, to undertake, promote, develop and carry on activities related to the science of astronomy and correlative disciplines, viz.: (1) to hold regular meetings during which a program on or related to astronomy will be presented; (2) to maintain an astronomical observatory in or near the City of Rapid City; (3) to encourage the interchange of information among the members and the general public through educational study courses, seminars, symposiums, lectures, workshops, and conferences; (4) to permit the public use of its observatory and related facilities at times and under such conditions as the Society shall designate; and (5) to do everything and anything reasonably necessary, suitable, proper, convenient, or incidental to the aforesaid purposes or which properly may be done by a NONPROFIT corporation by such law.

II. Dues

Dues shall be established by a vote of the membership.

III. Officers and Board of Directors

The Officers and Board of Directors of the Society shall be a president, vice president, secretary, treasurer, and director of the observatory. Officers shall be elected at the December meeting and shall serve for the following fiscal year.

IV. Duties of the Officers

The president shall preside at all meetings of the Society and Board of Directors. All committees of the Society shall be appointed by the president. The president shall be a member of all committees with the full right to vote therein. The president may call special meetings of the Board of Directors, and shall perform other duties usually pertaining to such office.

The vice president shall assume the duties of the president in his or her absence.

The secretary shall keep a permanent record of the proceedings of the Society and the Board of Directors, and perform the usual duties of such office. The secretary shall transmit the record to his or her successor at the first meeting following the election of a new secretary.

The treasurer shall collect all dues and monies belonging to the Society, disburse all funds of the Society, and keep regular accounts which at all times shall be open to inspection by all members of the Board of Directors. The treasurer shall transmit the financial records to his or her successor no later than the second meeting following the election of a new treasurer. The treasurer shall prepare and present an annual financial statement no later than the February meeting of each year.

The Director of the Observatory shall be responsible for the maintenance of the observatory and its equipment, for instruction of members desiring to use the telescope. The Director of the Observatory shall issue keys to members who have received instructions, and collect such keys upon termination of membership. The Director of the Observatory shall also be responsible for conducting "star parties" at which time the observatory is open to the public. The Director of the Observatory may appoint assistant directors. Only the Director of the Observatory, or upon approval an assistant director, may make any mechanical adjustment to the telescope.

V. Members

Membership in the Society shall be open to anyone interested in astronomy. Only members eighteen (18) years of age or older may be issued a key to the observatory.

VI. Fiscal Year

The fiscal year shall be January 1 through December 31.

VII. By-Laws

The Society may establish any by-laws it deems necessary which are not inconsistent with the articles of incorporation. By-laws may be altered or amended by a simple majority vote of members present at any duly announced meeting.

VIII. Meetings [As amended 12/12/1994]

The Society shall hold monthly meetings from September through May. The quorum shall not be less than half of the current paid members or four (4) members, whichever is fewer, including at least one officer.