

## **BY-LAW NUMBER 1**

### **BY-LAW RELATING GENERALLY TO THE TRANSACTION OF THE BUSINESS AND AFFAIR OF**

### **NORTH AMERICAN PROPULSION AND AEROSPACE SOCIETY**

#### **ARTICLE 1 - NAME, OFFICE and AFFILIATION**

The name of this organization shall be *North American Propulsion and Aerospace Society (NAPAS)*

The principle office shall be established by the Board of Directors, at their first meeting following an election.

The organization shall be affiliated with Tripoli Rocketry Association, Inc. Prefecture #110 (Tripoli Toronto), with Tripoli Rocketry Association, Inc. Prefecture #75 (Tripoli Southern Ontario), and with the Canadian Association of Rocketry (CAR).

#### **ARTICLE 2 - PURPOSE**

The purposes of this organization are:

To promote the development of model, high power and experimental rocketry.

To secure and operate a rocket range in accordance with the National Fire Protection Association Code for High Power Rocketry (NFPA 1127), Transport Canada Regulations, Canadian Launch Safety Office Guidelines, Natural Resources Canada (Explosives Regulatory Division) Regulations, the TRA Safety Code, and other Canadian Regulations that may govern rocketry.

To hold meetings for the purpose of aiding and encouraging those interested in the many aspects of rocketry.

To increase and retain the membership of the organization.

#### **ARTICLE 3 - MEMBERSHIP**

##### **Section 1.**

##### **Classes of Memberships**

There shall be two classes of memberships, *Active* and *Lifetime*.

*Active* membership requires that the member be a NAPAS member in good standing. There shall be two sub-classes of *Active* memberships, *Senior* and *Junior*.

- (a) *Senior* members shall be eighteen (18) years of age or older. *Senior* members shall vote, hold office, chair committees, and serve as committee members.
- (b) *Junior* members shall be less than eighteen (18) years of age. *Junior* members may vote and serve as committee members, but may not hold office or chair committees.
- (c) *Lifetime* membership may be bestowed in recognition of service to the organization. *Lifetime* members may be nominated and elected by a majority vote of members present at any general meeting. *Lifetime* members shall have the same privileges as *Active* members, but will not be required to pay Membership Dues. No more than one (1) *Lifetime* member shall be elected in each calendar year.

## **Section 2. Membership Dues**

Annual Membership Dues and Renewal Fees for *Senior* and *Junior* members shall be set by the Board of Directors each year, payable in Canadian funds by January 31.

## **Section 3. Dropped from Membership for Nonpayment of Dues**

An *Active* member who has not paid the current dues by January 31 will be dropped from membership after notification by the Treasurer.

An *Active* member who has been dropped may reinstate membership by payment of all dues in arrears.

## **ARTICLE 4 - COMMITTEES**

There shall be one (1) Standing Committee, plus additional committees as the Board of Directors or Assembly may from time to time deem necessary or desirable. The Standing Committee is as follows:

- (a) **Technical Committee** shall be in charge of operating a model and/or high power rocket range sponsored by the organization, shall monitor the technical activities of members, and shall act as range safety inspectors. Each member of this committee shall be an *Active Senior* member of NAPAS, and may act as RSO (Range Safety Officer) and/or LCO (Launch Control Officer) under the National Fire Protection Association Code for High Power Rocketry (NFPA 1127), Transport Canada Regulations, Canadian Launch Safety Office Guidelines, Natural Resources Canada (Explosives Regulatory Division) Regulations, the TRA Safety Code, and other Canadian Regulations that may govern rocketry, shall be in charge of the purchase, building, maintenance, setup, and breakdown of the range and launch equipment. The chairman of the Technical Committee shall be in charge of the range during setup and breakdown of the range.

## **ARTICLE 5 - ELECTIONS**

### **Section 1. Time of Elections**

- a) Election of officers shall take place at the first meeting of the calendar year.
- b) Vacancies in offices or on the board shall be filled by nomination and election of a member to fill the position for the duration of the term of office. Election shall take place at the meeting at which the vacancy was announced.

### **Section 2. Manner of Election**

- a) All candidates shall be *Senior Active* members of NAPAS in good standing and shall have accepted their candidacy.
- b) The President shall appoint a Nominating Committee from the membership one hundred twenty (120) days prior to the election meeting. The Nominating Committee shall propose nominations for the appropriate officers, which shall be forwarded by the Secretary, no less than thirty (30) days prior to the election meeting, to all voting members of the organization, along with instructions for a secret ballot, marked with a closing date for balloting. At any time subsequent to its formation, the Nominating Committee may solicit the membership for nominations.
- c) The President shall appoint an Elections Committee no less than thirty (30) days prior to the elections meeting. The Secretary shall forward all ballots received to the Elections Committee at the elections meeting. The Elections Committee shall count all ballots received, and report the results to the Secretary. Each ballot shall be limited to one (1) vote per candidate. Candidates having the largest number of votes shall be elected.

### **Section 3. Term of Office**

- a) Officers shall be elected for a term of one (1) year. The Officers so elected shall serve until their successors qualify and take office.

## **ARTICLE 6 - OFFICERS**

### **Section 1. Officers**

- a) There shall be the following elected officers:
  - i. Prefect
  - ii. President
  - iii. Vice President
  - iv. Secretary
  - v. Treasurer
  - vi. Member(s) at Large

**Section 2. The Prefect shall:**

- a) Have been a Senior member of NAPAS for at least one (1) year at the time of the election, and must be certified as a TRA Prefect.
- b) Certify qualified TRA members by witnessing certification flight attempts, and administering TRA written tests when applicable.
- c) Inform membership of information from TRA headquarters.

**Section 3. The President shall:**

- a) Have been a Senior member of NAPAS for at least one (1) year at the time of the election.
- b) Preside at all general meetings, meetings of the Board of Directors, and any special meetings of the organization.
- c) Sign all membership cards.
- d) Sign all contracts with the Secretary after approval of the Board of Directors.
- e) Serve as ex-officio member of all committees.
- f) Call a special meeting when necessary.

**Section 4. The Vice-President shall:**

- a) Have been a Senior member of NAPAS for at least one (1) year at the time of the election.
- b) Perform the duties of an absent President and perform such duties as assigned by the President.

**Section 5. The Secretary shall:**

- a) Record the minutes of all proceedings of the Board of Directors and membership meetings.
- b) Sign all contracts with the President after approval of the Board of Directors.
- c) Handle the correspondence of the organization.

**Section 6. The Treasurer shall:**

- a) Have charge of all funds of the organization.

**Section 7. Member(s) at Large shall:**

- a) Represent the membership in all Board of Directors activities.

## **ARTICLE 7 - BOARD OF DIRECTORS**

The Board of Directors shall consist of seven (7) voting members. The members shall be the Prefect, the President, the Vice-President, the Secretary, the Treasurer, and the Immediate Past President, and at least one (1) Member at Large, expandable to a maximum of three (3) in the event a member holds more than one (1) position on the board.

- a) The Board of Directors shall handle the regular business of the organization.
- b) Meetings of the Board of Directors shall be held at least two (2) times a year.
- c) A Quorum for conducting a board meeting shall consist of at least four (4) board members.
- d) Minutes of these meeting shall be made available to the membership within a month of its conclusion.

## **ARTICLE 8 - MEETINGS**

General meetings of the organization shall be held at least two (2) times per year.

Special meetings may be called by the President or the Board of Directors. Upon written notice of three (3) members, the President shall call a special meeting. Notice of special meetings shall be given to each member at least three (3) days before the meeting.

A quorum for conducting business at a general or special meeting shall consist of at least five (5) members empowered to vote. Proxies are not allowed for the establishment of a quorum.

Members are entitled to vote in person or by providing a written proxy to another voting member.

The organization shall be governed by these bylaws and the standing rules of the organization. Robert's Rules of Order (Newly Revised) shall be the authority of the organization on matters not covered by these bylaws and the standing rules.

## **ARTICLE 9 - DISCIPLINE**

Charges of professional dishonesty, working against the principles and purposes of the organization, and/or injuring the professional standing of another member, may be filed in a written statement signed by five (5) members in good standing and sent to the Board of Directors.

The accused member shall be notified in writing of the action and shall have the privilege of being present at a special or regular meeting of the Board of Directors, at which the charges will be considered.

The member may be suspended by a two-thirds vote of the Board of Directors or expelled by a three-fourths vote of the Board of Directors.

#### **ARTICLE 10 - AMENDMENTS**

The bylaws may be amended or revised by an affirmative vote of two-thirds of all members present at a meeting designed for that purpose. Copies of proposed amendments shall be given to members at least thirty (30) days prior to the meeting.

#### **ARTICLE 11 - DISSOLUTION**

Should the organization be dissolved, all material possessions of the organization must be sold and the monies obtained from the sale shall be donated to another non-profit organization with similar goals, after all outstanding bills have been paid.

#### **AMENDMENT 1 - SPENDING**

Club funds, acquired through collection of membership dues, sponsorship, gifts, etc., may be spent according to the following Authorization Structure:

- a) Single purchases up to \$100.00 CDN may be authorized by any two (2) elected officers.
- b) Single purchases over \$100.00 CDN and up to \$1000.00 CDN may be authorized by a majority vote of the Board of Directors.
- c) Single purchases over \$1000.00 CDN must be authorized by a majority vote of the membership at a General or Special meeting.