

BY-LAWS OF THE WASHINGTON STATE ASTROLOGICAL ASSOCIATION

ARTICLE I NAME AND LOCATION

Section 1: The name of this organization is the “Washington State Astrological Association”

Section 2: The principal office shall be in the City of Seattle, King County, State of Washington.

Section 3: The Association may also have offices at such other places as the Board of Trustees may from time to time appoint or the business of the Association may require.

ARTICLE II NON-PROFIT STATUS

Section 1: This Association shall annually file Articles of Incorporation as a non-profit organization under the laws of the State of Washington.

ARTICLE III AIMS AND OBJECTIVES

Section 1: This Association shall maintain membership in professional astrological organizations as decided annually by the Board of Directors.

Section 2: It is the objective of the Washington State Astrological Association:

- (a) To stimulate interest in Astrology, in the State of Washington and the Pacific Northwest region, through developing and providing research information, encouraging public acceptance of the field and broadening the knowledge of Astrologers.
- (b) To provide an opportunity for Astrology students and professionals to exchange ideas with each other.
- (c) To make available professional certification for Astrologers by means of a Certification Test. A Certification Committee will be appointed annually by the Board of Directors. This committee shall consist of five (5) members who must be certified by either the Association or another exam that has been recognized by four out of five members of the Board. Once a year the Certification Committee shall have a meeting open to all Association members, for input and clarification on the test content. This shall be announced in the newsletter and at the proceeding general meeting. Changes to the certification process proposed by the Certification Committee shall be approved by the Board of Directors.

ARTICLE IV MEMBERSHIP

Section 1: Membership in this Association shall consist of individuals or organizations who have filed a completed application form with the Membership Secretary and have paid the required dues. Each member; whether an individual or an organization; shall be entitled to one vote in the proceedings of the Association.

Section 2: A Membership Card shall be issued by the Membership Secretary to each paid-up member at the commencement of each organizational year.

Section 3: The membership dues and assessments shall be fixed and determined by a majority vote of the Board of Directors, provided that said fees or assessments shall not be enforceable except by and through cancellation of membership by the Board of Directors for non-payment thereof.

Section 4: Members or non-members who render services or furnish supplies for the Association shall be paid in such amounts and in such manner as may be determined by the Board of Directors.

Section 5: Membership in the Association shall not be assignable or transferable and shall terminate upon the death or voluntary resignation of a member, or upon the action of a majority of the Board of Directors. Upon the termination of membership, said member shall have no further interest or claim in any Association property or assets, and said member shall be entitled to no remuneration for his interest in said property or assets, excepts as the Board of Directors may provide.

ARTICLE V MEMBERSHIP MEETINGS

Section 1: Meetings of the members may be held within or without the State of Washington

Section 2: Annual business meetings shall be held. Special business meetings may be called by the Board of Directors or by a quorum of active members, provided that ten (10) days notice shall be given to all active members.

Section 3: Regular membership meetings shall be held monthly, or at such time as selected by the Board of Directors. The membership shall be notified in writing at least ten (10) days prior to each scheduled regular meeting of the date, time, and place thereof.

Section 4: A quorum is defined as the members who chose to attend the annual, regular or special meetings for the transaction of any business of the organization. Written notice must be sent to all members for one month prior to the voting meeting of the purpose and intent of said meeting. Members must be notified in the same written notice that they may vote by absentee ballot and the procedure for requesting the absentee ballot.

Section 5: Written notice of the annual meeting shall be mailed to each member entitled to vote there at such address as appears on the Membership Secretary's membership roster of the Association at least ten (10) days prior to the annual meeting.

Section 6: Special meetings of the membership may be called at the direction of the President, a majority of the Board of Directors, or on written petition of ten percent (10%) of the membership. Written notice of special meetings will be sent to members at least seven (7) days prior to the meeting.

Section 7: Notice of the time and place of the elections for Officers shall be announced in the newsletter for two (2) consecutive months prior to said elections.

Section 8: The Annual Meeting, including elections of officers for the next term will be held in April of each Year.

ARTICLE VI GOVERNMENT

Section 1: Robert's Rules of Order Revised shall govern all business meetings, except as herein specified.

Section 2: Each member shall have one vote. Except as otherwise provided in these By-Laws, the government of this Association shall be by a majority vote (i.e., more than half the votes cast) of the active members present at the regular or special meetings and, except as otherwise provided in these By-Laws, a quorum of the membership must be present. There shall be no proxies.

Section 3: Voting may be done by absentee ballot, providing that an active member wishing to vote by absentee ballot specifically request said ballot from the Recording Secretary, and providing said member signs the completed ballot before returning it to the Secretary. An absentee ballot shall be valid only if it reaches the Recording Secretary three (3) days prior to the election or vote.

ARTICLE VII BOARD OF DIRECTORS

Section 1: The Board of Directors of the Association shall consist of five (5) elected Officers. The newly-elected Officers shall meet with the existing Board at the next regular Board meeting, to arrange for the orderly transfer of records and business of the Association. The Officers elected shall officially take office at the beginning of the next regular Board meeting following their election.

Section 2: The Board of Directors shall meet each month at such time and place as they so designate, and said time and place shall be announced to the membership in the newsletter. Special Board meetings may be called by the President or by two members of the board, at such time and place as they so designate, without advanced notice to the membership.

Section 3: At all meetings the Board, a majority of the Directors shall constitute a quorum for the transaction of business, and the act of the majority of the Directors present at any meeting at which there is a quorum shall be the act of the entire Board of Directors, except as may be otherwise specifically provided by statute or by these By-Laws.

Section 4: The Board of Directors may appoint such Committees, Managers and Agents as shall be deemed necessary by it, for such period of the appointing Board's term and with such powers and duties as shall be determined from time to time during the appointing Board's term of office.

Section 5: Any Committee, Manager or Agent appointed by the Board during its term may be dissolved or dismissed from its duties at any time during the appointing Board's term by a majority vote of the whole Board of Directors whenever, in the Board's judgment, the best interests of the Association will be served thereby; such dismissal however, to be without prejudice to the membership rights of the individuals so dismissed.

ARTICLE VIII OFFICERS

Section 1: The Officers of the Association shall consist of a President, a Vice President, a Membership Secretary, a Recording Secretary, and a Treasurer. The Officers shall be elected at the annual business meeting to serve for one year, or until their successors are chosen.

Section 2: If the office of any Officer or Officers becomes vacant for any reason, the vacancy shall be filled by the affirmative vote of a majority of the Board of Directors for the unexpired term, provided that no Officer shall hold more than two offices during the same term.

Section 3: The active members of the Association shall have the right to remove any Officer whenever in their judgment the best interests of the Association will be served thereby. The proposed removal shall be presented to the membership via newsletter, and shall be voted upon at the first regular meeting following two (2) consecutive publications in the newsletter of intent to remove. A two-thirds (2/3) majority vote of the active members present at such a meeting shall be sufficient for removal.

ARTICLE IX DUTIES OF THE PRESIDENT

Section 1: The President shall be the chief executive officer of the Association, and shall, when present, preside at all meetings of the members and Directors. The President shall perform all functions normally expected of a President, in accordance with Robert's Rules of Order Revised.

Section 2: The President shall have general and active management of the business of the Association, under the direction of the Board of Directors; shall appoint the members of all Committees authorized by the Board; shall see that all orders and resolutions of the Board are carried into effect; and shall approve all Association disbursements.

Section 3: When circumstances demand it, the President can make individual decisions within the guidelines of the By-Laws and established Board policy.

Section 4: When the Board of Directors is not in session, the President and/or Recording Secretary may submit to the Board matters requiring Board action. The ballots can be taken by mail or by telephone and the results reported to the Board by the Recording Secretary, who shall be the custodian of all ballots.

ARTICLE X DUTIES OF THE VICE PRESIDENT

Section 1: The Vice President shall assist the President in the performance of the President's duties and shall, in the absence of the President, preside over all meetings of the Board of Directors and the membership, and perform such other duties of that office as necessary.

Section 2: In the event of a vacancy occurring in the office of the President, the Vice President shall become President until a successor is appointed by the majority vote of the Board of Directors for the unexpired term, or until the President's successor is elected for the next term.

Section 3: The Vice President shall chair *The Phoenix* Committee to coordinate with and assist the President in the production of *The Phoenix*, keeping the President advised of current advertisers, subscribers, and distributors; helping secure articles for publication; and directing work parties for collating and mailing *The Phoenix*.

Section 4: If the Recording Secretary is not present at a Board or membership meeting, the Vice President shall perform the Recording Secretary's duties at said meeting.

ARTICLE XI DUTIES OF THE MEMBERSHIP SECRETARY

Section 1: The Membership Secretary shall maintain the current membership roster providing updated copies timely to all Officers; shall issue a Membership Card to each paid-up member at the commencement of each organization year, and to new members joining during the year.

Section 2: The Membership Secretary shall send renewal notices to members as necessary, and shall handle membership correspondence as directed by the President.

Section 3: The Membership Secretary shall chair the Membership Committee, working with the editor of the newsletter, to provide proper notice of meetings to members.

Section 4: The Membership Secretary shall maintain the record of members and others attending each regular and special membership meeting.

ARTICLE XII DUTIES OF THE RECORDING SECRETARY

Section 1: The Recording Secretary shall be responsible for recording all minutes of meetings of the Board of Directors and the Association's membership, and may use recording devices to assist in the performance of such duty. Transcribed minutes shall be provided by the Recording Secretary to the President following each meeting.

Section 2: The Recording Secretary will provide a brief summary of previous Board minutes, membership votes, changes in policy and financial reports to the following monthly Board meeting to all Officers to be used as the basis for general report to the membership at the next regular membership meeting.

Section 3: The Recording Secretary will keep a log of all the physical activities of the Association, record all dates of publications, log minutes transcribed, log dates of changes in policy and/or revisions or amendments of Articles of Incorporation and By-Laws.

ARTICLE XIII DUTIES OF THE TREASURER

Section 1: The Treasurer and the President are responsible for receiving and disbursing all moneys of the Association. Disbursements shall be made by the Treasurer as authorized by the Board of Directors or the President.

Section 2: The Treasurer and the President shall keep strict account in writing of all moneys received and disbursed and shall maintain a written voucher of all payments made, records of which are to be maintained by the Treasurer.

Section 3: The Treasurer shall be the custodian of all funds of the Association, and shall deposit Association moneys in a bank account maintained by the Treasurer at a bank approved by the Board of Directors.

Section 4: The Treasurer shall present a quarterly statement of receipts and expenditures, along with a current Balance Sheet, to the Board of Directors.

Section 5: The Treasurer shall prepare the annual proposed budget for the next term to be presented to the Board of directors by the last regular Board meeting of that term.

Section 6: The Treasurer shall maintain a separate ledger for all income and expenditures relating to *The Phoenix*.

ARTICLE XIV ADVISORS

Section 1: Each year, a Committee consisting of three past Association Officers shall be appointed by the current Board of Directors to serve as occasional advisors. They will also have the duty of checking the bookkeeping and records at the end of the year to ensure that everything is in good order.

ARTICLE XV AMENDMENTS TO THE BY-LAWS

Section 1: These By-Laws may be amended by a majority vote of the active members attending any annual, regular or special meeting. A proposed amendment shall be voted upon at the first meeting following two (2) consecutive publications of a newsletter in which the proposed amendment is presented in writing to the membership.

Section 2: Formal amendments as proved above will supersede only the intended specific sections of these By-Laws, with the remaining Articles and Sections continuing in full force and effect as originally ratified.