

# Bylaws for [Member Association]

Adopted at the inaugural annual meeting on [20XX-XX-XX] in [Location].

## 1 Foundations

§ 1.1 The name of the association is [ACRONYM], which stands for [Aerospace Club for Research, Observations, and Networking Young Members], hereinafter referred to as the association.

§ 1.2 The purpose of the association is to promote interest in astronomy and spaceflight among young people [in Location / at school].

§ 1.3 The association is an independent non-profit association within the Swedish youth space movement and shares its fundamental community and purpose. The association may be affiliated as a member association to a district and federation within the movement.

§ 1.4 The association is a politically and religiously independent non-profit organization. The activities shall be characterized by a scientific approach.

§ 1.5 The association's operational and financial year follows the calendar year.

§ 1.6 The seat of the association and the board is [Location].

§ 1.7 These bylaws take precedence over decisions made by the association's decision-making bodies. Decisions that conflict with the bylaws are invalid.

## 2 Members

§ 2.1 Membership in the association is obtained through a written or electronic application. Membership in the association is voluntary and open to everyone who follows the association's bylaws.

§ 2.2 The association shall keep a register of its members.

§ 2.3 Membership is valid during the calendar year it is obtained. To retain membership after the turn of the year, it must be actively renewed.

§ 2.4 The association shall provide the federation and district with the information, including members' personal data, necessary for them to carry out their activities.

### **3 Annual General Meeting**

§ 3.1 The Annual General Meeting is the association's highest decision-making body.

§ 3.2 An Annual General Meeting shall be held every year.

§ 3.3 At the Annual General Meeting, all members and the association's elected representatives have the right to attend, speak, and make proposals.

§ 3.4 Each member has one and only one vote. Voting by proxy is not permitted.

§ 3.5 The Annual General Meeting has a quorum if a written or electronic notice has been sent to all members no later than two weeks before the meeting.

§ 3.6 Prior to the Annual General Meeting, all members have the right to submit motions. Motions must be received by the board no later than one week before the Annual General Meeting.

§ 3.7 The ordinary Annual General Meeting shall address the following items:

- Opening of the meeting
- Election of meeting chair
- Election of meeting secretary
- Election of minute adjuster(s)
- Question of whether the meeting has been convened according to the bylaws
- Approval of the agenda
- Annual report for the previous operational year
- Financial report for the previous financial year
- Auditor's report for the previous financial year
- Decision on discharge from liability for the board regarding the previous financial year
- Processing of received motions
- Approval of the operational plan
- Election of association president
- Determination of the size of the board
- Election of other board members
- Election of auditor
- Other issues
- Closing of the meeting

§ 3.8 Decisions under the item *Other issues* may only be made with at least a two-thirds majority.

§ 3.9 An extra Annual General Meeting shall be convened if either:

- The board decides so
- An auditor requests it
- More than half of the members request it in writing

§ 3.10 An extra Annual General Meeting shall be held no later than four weeks after the decision on an extra Annual General Meeting has been made or a valid request has been received.

§ 3.11 An extra Annual General Meeting may only decide on the issues explicitly stated in the notice.

## **4 Board**

§ 4.1 The board is elected by the Annual General Meeting. Any member of the association is eligible for election to the board.

§ 4.2 The board's mandate period runs up to and including the next ordinary Annual General Meeting.

§ 4.3 In addition to the association president, the board shall consist of a minimum of two other members, who are appointed by the Annual General Meeting.

§ 4.4 The board may appoint a secretary and treasurer from within its ranks and establish any additional functions it deems necessary.

§ 4.5 The board is quorate if all members have been summoned and more than half of the members are present.

§ 4.6 The board's decisions represent the opinion supported by more than half of the present board members. In the event of a tie, the association president has the casting vote.

§ 4.7 Minutes shall be kept of the board's decisions.

§ 4.8 The board is responsible for ensuring that the association's governing documents, minutes, administrative documents, membership register, and other

documents essential to the operations are stored and archived in an orderly and secure manner.

§ 4.9 The board may interpret these bylaws and provide instructions for their application during the current mandate period. In case of ambiguity in connection with an Annual General Meeting or extra Annual General Meeting, the meeting's decision on interpretation takes precedence over the board's interpretation.

## **5 Authorized Signatories**

§ 5.1 The association's authorized signatory is the board.

§ 5.2 The board may additionally appoint one or more persons as authorized signatories, individually or jointly. The board may at any time change or revoke such a decision.

## **6 Auditors**

§ 6.1 The Annual General Meeting shall appoint an auditor. The auditor does not need to be a member of the association.

§ 6.2 The Annual General Meeting may, if it so wishes, elect a deputy auditor. The deputy's task is to step in instead of the ordinary auditor if they, for any reason, cannot fulfill their assignment.

§ 6.3 The auditor and any deputy auditor may not sit on the board, must not have sat on the board during the previous mandate period, must not be closely related to anyone on the board, and must otherwise not have a conflict of interest regarding the board.

§ 6.4 The auditor shall review the association's accounts and the board's administration. The association shall provide the auditor with the time and conditions the auditor considers necessary to carry out their review. The association shall provide the information and assistance requested by the auditor.

§ 6.5 It is the auditor's responsibility to prepare an auditor's report for the Annual General Meeting. The auditor's report shall include a proposal for a decision on discharge from liability for the board members regarding the most recent financial year.

§ 6.6 The audit shall be carried out in accordance with generally accepted auditing standards.

## **7 Nomination Committee**

§ 7.1 The Annual General Meeting may, if it so wishes, appoint a nomination committee. Any member of the association is eligible for the nomination committee.

§ 7.2 The members of the nomination committee may not be part of the board or be auditors.

§ 7.3 The nomination committee shall provide proposals for decisions in the elections prior to the next Annual General Meeting.

§ 7.4 If no nomination committee is elected, the responsibility for nominating candidates transfers to the members directly at the Annual General Meeting.

## **8 Withdrawal & Exclusion**

§ 8.1 A member who wishes to withdraw from the association may do so by notifying the board.

§ 8.2 A member or elected representative who violates the association's bylaws, damages the association's reputation, counteracts its purpose, or in their actions conflicts with the democratic conditions prescribed in current legislation on government grants to children and youth organizations may be expelled and stripped of any elected positions. Before a decision on expulsion is made, the person concerned shall be given written notice and an opportunity to express their views. A decision on expulsion must be motivated in writing and made by the board with at least a two-thirds majority. Auditors are not covered by this provision and may not be expelled or stripped of their assignments by the board.

§ 8.3 The expelled person may request that the expulsion matter be reviewed by the auditor as part of the management audit. If the auditor finds significant errors in the board's handling of the expulsion, the expelled person may request a reconsideration of the decision at the next ordinary Annual General Meeting. Pending the Annual General Meeting's decision, the membership shall remain suspended.

§ 8.4 An expelled member may only obtain a new membership if the board approves this.

## **9 Amendment of Bylaws**

§ 9.1 To amend these bylaws, a decision at an Annual General Meeting with at least a two-thirds majority is required.

§ 9.2 Amendments to the bylaws may only take place in matters explicitly stated in the notice or in matters that a unanimous meeting decides to take up.

§ 9.3 To amend the bylaws in chapters *9 Amendment of Bylaws* or *10 Dissolution*, the decision must be made at two consecutive Annual General Meetings.

## **10 Dissolution**

§ 10.1 A decision to dissolve the association may only be made at two consecutive Annual General Meetings, with at least a two-thirds majority on both occasions, or at a single Annual General Meeting if the decision is unanimous.

§ 10.2 The question of dissolution may only be addressed if it has been explicitly stated in the notice of the Annual General Meeting or if a unanimous meeting decides to take up the matter.

§ 10.3 If the association has not conducted activities, held an Annual General Meeting, or had an active board for at least one calendar year, the members may convene an Annual General Meeting to decide on dissolution.

§ 10.4 Upon dissolution, the association's archives and historical documentation shall be transferred to the federation for preservation.

§ 10.5 Upon dissolution, the association's assets shall accrue to the *Astronomisk Ungdoms Rymdstiftelse* (org. no. 802482-6896).