

**D. BY- LAWS OF  
ASSOCIATION OF UNIVERSITIES FOR RESEARCH IN ASTRONOMY, INC.**  
As Amended<sup>1</sup>

**ARTICLE I - Membership**

1. The name, location of principal office, and purposes of the Corporation shall be as set forth in the Articles of Incorporation. These By-Laws, the powers of the Corporation and of its Member Institutions, Member Representatives and Directors, and all matters concerning the conduct and regulation of its business and affairs shall be subject to such provisions in regard thereto, if any, as are set forth in said Articles of Incorporation, and said Articles are hereby made a part of these By-Laws. All reference in these By-Laws to the Articles of Incorporation shall mean the Articles of Incorporation of the Corporation as from time to time amended.
2. The Member Institutions shall be those institutions that were Members of the Association of Universities for Research in Astronomy (AURA) on April 22, 1996 and such additional Member Institutions as shall be approved for membership as provided in the Articles of Incorporation and these By-Laws.
3. Additional Member Institutions shall be universities and educational and other nonprofit institutions that shall be approved for membership by two-thirds of the Member Institutions, acting through their respective Representatives. Each additional Member Institution shall pay \$10,000.00 as an initial membership fee.
4. Each Member Institution shall pay such additional fees or assessments, annual or otherwise, as shall be approved by two-thirds of the Member Institutions, acting through their respective Member Representatives; provided, however, that all such additional assessments shall be levied equally on all Member Institutions and shall not exceed \$2,000.00 per year per Member Institution and shall not in total exceed \$10,000.00 per Member Institution.
5. A Member Institution may resign at any time by giving at least sixty (60) days written notice by mail to the Corporation. Upon any such resignation such Member Institution shall cease to have any rights under the Articles of Incorporation and these By-Laws or otherwise.
6. Any Member Institution which shall fail to pay the fees that shall be fixed pursuant to Paragraph 4 of this Article I within a period of sixty (60) days from the time the fees shall become payable shall, upon majority vote of the Member Representatives entitled to vote, forfeits its membership. Upon any such forfeit, such Member Institution shall cease to have any rights under the Articles of Incorporation and these By-Laws or otherwise.

**D-I-1**

---

<sup>1</sup> Effective July 1, 1996; as amended through November 30, 1999.

7. Universities and educational and other nonprofit institutions that are not citizens of the United States may be elected as International Affiliate Members for terms of three (3) years by vote of at least two-thirds of the Member Institutions, acting through their respective Representatives, provided that the total number of International Affiliate Members shall not at any time exceed 49% of the total number of Member Institutions and International Affiliate Members. Each International Affiliate Member shall pay an initial membership fee of \$3,000.00 for the first term and \$3,000.00 for each term thereafter. Each International Affiliate Member may designate one individual as its Representative, and that Representative shall be entitled to attend all meetings of Member Representatives with voting rights. Consistent with the foregoing provisions of this Paragraph 7, all other provisions of these By-Laws and privileges of Institutional membership of the Corporation shall apply to International Affiliate Members. An International Affiliate Member may resign at any time by giving at least sixty (60) days' written notice by mail in advance to the Corporation, and upon the effective date of such resignation, that International Affiliate Member shall cease to have any privileges under these By-Laws.

8. Member Institutions are not liable for the debts, obligations, or liabilities of the Corporation.