

**BYLAWS
OF THE
CHEYENNE MOUNTAIN ZOO AUXILIARY**

ARTICLE I – NAME

The name of this organization will be the Cheyenne Mountain Zoo Auxiliary.

ARTICLE II – DEFINITION

The Cheyenne Mountain Museum and Zoological Society was incorporated as a nonprofit organization August 22, 1938, to be financed by grants, donations, membership dues and admission fees. Since incorporation, the Society has shortened its name for public use to Cheyenne Mountain Zoo hereafter called the Zoo. The Cheyenne Mountain Zoo Auxiliary, herein after called the Auxiliary, was formed in 1969 to give aid in supporting the Zoo's objectives.

ARTICLE III - OBJECTIVES

The Auxiliary objectives will be:

1. To support the Zoo in providing a major zoological park for residents and visitors of the Pikes Peak region.
2. To assist the Zoo in providing recreational, educational, conservation and scientific facilities in the fields of natural history, zoology and related subjects.
3. To aid the Zoo's education program by providing docent services and interpretive aid.
4. To work with the Zoo staff toward increased use of the zoological park and its facilities.

ARTICLE IV – NEWSLETTER

The official publication of the Auxiliary will be a newsletter titled *Zooline*, which will publish articles, reviews, notices of events, and other information of interest to the Auxiliary. *Zooline* will be distributed to Auxiliary members and in most instances will meet Bylaw requirements for official notice. The Auxiliary will be responsible for all expenses associated with *Zooline*.

ARTICLE V – MEMBERSHIP

Section 1 - Classification

The Auxiliary will be composed of five categories of docents: Active, Inactive, Sustaining, Legacy, and Honorary. Each category will have specific conditions and requirements. Members will be classified according to their ability and willingness to participate in the Auxiliary service program (R&P [21]).

Section 2 - Active Docents

Active docents will share the same Auxiliary objectives and receive the same content training, but their work within the service program will be limited to areas in which they

have been trained and qualified. (R&P [27], [33].)

Section 3 – Qualification

Membership in the Auxiliary will be open to any member of the Zoo age 21 or over who is interested in the objectives of the organization (R&P [20]).

Section 4 - Admission

All prospective members will submit an application to the Auxiliary followed by an interview. Upon acceptance by the Recruitment Chair, applicants will undergo training provided by the Auxiliary (R&P [33]). At the successful completion of training the Vice President Education will recommend the trainees to the Board. Approval for membership will consist of a majority vote by the Board in favor of each candidate.

Section 5 - Change of Status

The Auxiliary will allow change of membership classification and provide for resignation and reinstatement (R&P [23], [24], [25], [34]).

Section 6 - Suspension

Except for conduct requiring termination from the Auxiliary as set forth in these Bylaws or Rules and Policies, membership may be suspended as a result of any violation of these Bylaws or the Rules and Policies of the Cheyenne Mountain Zoo Auxiliary or for any conduct prejudicial to the interest of the Auxiliary or Zoo. Such suspension shall require a two-thirds majority vote of the Board, except in the case of a violation of the Zoo policy regarding the use of drugs or alcohol and incorporated within the Rules and Policies of the Auxiliary Section 37. In that case, a majority vote by the Board, pursuant to Article VII Section 3 of these Bylaws shall be final as set forth within this Section 6.

Conduct prompting suspension includes, but is not limited to, failure to comply with service (work) hour requirements [R&P 31] and requirements regarding Continuing Education Credits [R&P 35] where particular procedures are set forth.

In a case requiring immediate suspension for an alleged violation of the drug and alcohol policy (R&P [37.3]), proceedings shall then move to termination proceedings pursuant to Article V Section 7 of these Bylaws.

Section 7 – Termination

Membership in the Auxiliary may be terminated as a result of a violation of these Bylaws or the Rules & Policies of the Cheyenne Mountain Zoo Auxiliary, or for any conduct prejudicial to the interest of the Auxiliary or Zoo. Such termination will be by a two-thirds majority vote of the Board. The Board's vote must be preceded by a hearing at which the docent being charged will have the opportunity to present a defense either in person or by designated representative. Written notice of the hearing, including a statement of

the charges, must be delivered to the person being charged at least fifteen (15) days prior to the hearing. Following the hearing, the Board will give written notice of its decision. A suspended docent shall remain under suspension during this process.

In the case of a docent who has been suspended pending termination as a result of a violation of the drug and alcohol policy (R&P [37.3]), the termination decision will be made following a two-thirds majority vote by the Board. The Board's vote must be preceded by a hearing, at which the docent being charged will have the opportunity to present a defense either in person or by a designated representative. Written notice of the hearing, including a statement of the charges, must be delivered to the person being charged at least fifteen (15) days prior to the hearing.

In any case where a suspension pending termination has been ordered, the docent shall remain under suspension until a written decision by the Board has been rendered.

ARTICLE VI - DUES AND FEES

Section 1 - Zoo Membership

All classes of Auxiliary membership except Honorary will maintain an annual membership in the Zoo. Any type of annual Zoo membership will suffice. Failure to maintain a current Zoo membership shall result in termination proceedings pursuant to Article V, Section 7.

Section 2 - Auxiliary Fee

In addition to maintaining membership in the Zoo, Sustaining and Inactive members must pay an annual fee to the Auxiliary R&P [22]. Active, Honorary, and Legacy Docents are not required to pay the Auxiliary fee.

Section 3 - Non-payment

Non-payment of Zoo membership dues or the Auxiliary fee will subject the delinquent member to a review by the Board for possible termination.

ARTICLE VII - BOARD OF DIRECTORS

Section 1 - Responsibility

The supervision of the Auxiliary will be vested in a Board of Directors, herein before and after called the Board.

Section 2 – Membership

The Board will consist of the elected officers of the Auxiliary (Article VIII, Section 1). All members of the Board shall be Active Docents and will serve for a term of one year.

Section 3 – Emergency Board Meeting

The Board shall have the power to act on urgent business that cannot wait for a regular meeting of the Board. A quorum will consist of five members.

Section 4 - Authority

5/13/23

A. Regulations: In addition to vested authority from these Bylaws, the Board may adopt other regulations for the conduct of Auxiliary business (R&P [2]). Such regulations will be written and maintained as a separate but a supplemental document to these Bylaws and will be titled Rules & Policies. The Board will have sole authority (R&P [2], [4]) to adopt and amend Rules & Policies but subject to challenge by the general membership (R&P [3]).

B. Appointments: The Board will establish Supplemental Activities to assist in the management of the Auxiliary's affairs (Article X, Section 2).

C. Financial: The Board will have responsibility over all financial matters involving the Auxiliary, including approval of all expenditures from the Auxiliary Restricted Account.

D. Property: The Board will have responsibility for the care and maintenance of all Auxiliary property and will set strict guidelines for use and access to such property (R&P [36]).

Section 5 - Meetings

The Board will hold monthly meetings. There will be a minimum of nine meetings of the Board during the year. Without prior excuse, any member absent for four regularly scheduled meetings may be subject to removal from the Board.

Section 6 – Quorum

A majority of the total membership of the Board will constitute a quorum.

Section 7 – Vacancies

The unexpired term of any vacancy on the Board may be filled by an appointment made by the Board. Should the appointee desire to continue in office the year following the appointment, by rules of succession, the appointee must stand for election to that office at the Election/Evaluation Meeting (R&P [15]).

ARTICLE VIII – OFFICERS

Section 1-The Officers

The officers of the Auxiliary shall be: President, President-Elect, Vice President Education, Vice President Education Elect, Vice President Outreach, Vice President Outreach Elect, Treasurer, Corresponding Secretary, Recording Secretary and Vice President On-Grounds Programs. The Immediate Past-President will also serve ex-officio.

Section 2 - Term of Office

The term shall be for a period of one year or until successors are elected and qualified (R&P [11]). The term will begin at the close of the Installation/Awards Meetings (R&P [16]) and end at the close of the Installation/Awards Meetings the following year.

Section 3 - Nomination

Officer candidates shall be selected by a Nominating Committee (Article X, Section 1-A) to stand for election to offices of the Auxiliary. There will be at least one candidate for each office to be filled. The slate of officer candidates and the candidates for the next

Nominating Committee will be published in *Zooline* no less than fourteen (14) days prior to the Election/Evaluation Meetings.

Section 4 - Election

Officers and members of the next Nominating Committee shall be elected by a majority of the ballots cast by members present at the Election/Evaluation Meetings (R&P [15]). The Nominating Committee will serve as the Election Committee, distributing and counting ballots at the Election/Evaluation Meetings.

Section 5 – Duties

There will be broad duties for each elected office of the Auxiliary as determined by the Board and so stated in Rules & Policies (R&P [8]). More specific descriptions of the duties of each elected officer and Supplemental Activity and Standing Committee chairs shall be kept in notebooks maintained and updated by the current office holders.

ARTICLE IX – MEETINGS

Section 1 - Attendance

There will be meetings of the membership throughout the year to conduct the business of the Auxiliary. Certain of these meetings are of such importance as to demand required attendance (R&P [15], [16], [17]) and shall require all docents to notify the President of the Board if they cannot attend (R&P [19].)

Section 2 - Time and Place

Unless otherwise designated, all docent meetings shall be held on Zoo grounds beginning at 9:30 a.m. Docent meetings will normally take place on either the second Wednesday or second Saturday of the month excluding December. In the month of May meetings will be held on both days in order to accommodate more Docent attendance in order to vote. Exceptions to this schedule may occur during summer months and due to holidays. The time and place of all regularly scheduled meetings will be published in *Zooline*.

Section 3 – Visitors

All Auxiliary meetings including Board meetings and training sessions, will be open to members of the Auxiliary and Zoo staff.

Section 4 - Honorarium

Guest speakers at meetings of the Auxiliary may be given a nominal honorarium.

ARTICLE X - COMMITTEES, ACTIVITIES AND PROJECTS

Section 1 - Standing Committees

There will be three Standing Committees to conduct the following business of the Auxiliary.

A. Nominating Committee: There will be a Nominating Committee whose function will be

to prepare slates of candidates for election to various offices of the Auxiliary. The Immediate Past- President will chair this committee and will serve without a vote. There will be nine voting members of the committee of which seven will be elected from Tour Educators and two will be elected from Interpretive Educators. Each of the nine elected members will be voted on separately. The docents receiving the next highest numbers of votes at each position will become alternate and 2nd alternate for that position in the event of a vacancy. The President-Elect and the Vice President Education Elect are excluded from serving on the Nominating Committee and no member of the committee will serve two consecutive years.

B. Education Committee: There will be an Education Committee whose function will be to train new docents and organize educational projects for the general membership. The Vice President Education will chair this committee. The Vice President Education Elect, Vice President Outreach, the CEC Chair, Vice President On-Grounds Programs, the Recruitment Chair, and one member at large will be members.

C. Finance Advisory Committee: There will be a Finance Advisory Committee whose function will be to review Grant Applications from CMZ Keepers and Staff requesting financial support. The recommendations of the Committee will be presented to the CMZA Board by the Committee Chair or a representative from the Committee for approval. Approved funds will come from the CMZA Restricted Account. The Committee will consist of five voting members, representing a broad spectrum of the Auxiliary. Members of the Committee are appointed by the President, one of whom will be the Chair. The Committee voting members will serve on a rotating basis. A term is generally considered to be two years. It is preferred that Committee voting members do not also serve on the CMZA Board. The CMZA Treasurer is a non-voting member. The applicant will follow the procedures as outlined in the following documents: Grant Application Instructions and Grant Funding Support Application.

Section 2 - Supplemental Activities

Additional Supplemental Activities (R&P [7]) will be created and have duties ((R&P [10]) as deemed necessary by the Board (Article VII, Section 4-B). The Chairs of these Supplemental Activities will be appointed by majority approval of the outgoing and newly elected Board for one-year terms.

Section 3 - Ad Hoc Projects

Ad hoc projects will be created as deemed necessary by the President (R&P [8]). The President will make appointments to provide leadership for such projects. Ad hoc appointments will expire at the end of the project.

Section 4 – Documentation

A. Current List: A current list of all Auxiliary Supplemental Activities will be maintained in Rules & Policies. Ad hoc projects of shorter duration need not be listed.

B. Record Keeping: Appropriate records of all Auxiliary activities will be maintained. A copy of these records will stay with the originating committee or project and an additional copy placed in the President's notebook.

ARTICLE XI – DELEGATES

There will be official delegates to represent the Auxiliary at meetings, conferences and workshops. Such delegates will be selected and supported as stated in Rules & Policies (R&P [12], [13], [14]).

ARTICLE XII - AMENDMENT AND PARLIAMENTARY AUTHORITY

Section 1 - Amendment

These Bylaws may be amended by a two-thirds vote of the members present and voting at any meeting of the general membership of the Auxiliary provided that all members have been notified of the time and date of the pending change and the amendment proposals have been made available to each member at least two weeks prior to the date of the meeting.

Section 2 - Parliamentary Authority

The parliamentary authority for all matters of procedure not specifically covered by these Bylaws will be Robert's Rules of Order Revised.

ARTICLE XIII - DISSOLUTION

In case of dissolution of the Auxiliary all assets remaining after payment of authorized expenditures will be distributed to a non-profit organization to be determined by the Board, with no part to any private individual or member.

These Bylaws were first adopted October 10, 1968 and have since been amended 10/22/69, 5/26/71, 1/10/73, 11/13/74, 3/7/77, 5/23/79, 1/14/81, 9/9/81, 3/10/82, 10/10/84, 4/9/86, 3/5/88, 2/13/91, 11/11/92, 1/13/93, 5/18/94, 10/7/95, 5/21/97, 4/14/04, 4/11/07, 2/14/15, 5/11/2016, 2/10/2018, 11/12/2022, 5/13/23.