

American Association of Zoo Keepers, Inc
Detroit Chapter



CONSTITUTION

est. 1984

AMERICAN ASSOCIATION OF ZOO KEEPERS, INC. GENERAL ARTICLES

ARTICLE I – NAME

The name of this organization shall be
American Association of Zookeepers – Detroit Chapter
(Chapter Name)

ARTICLE II- STATEMENT OF PURPOSE

This Chapter is established and chartered by the American Association of Zoo Keepers, Inc. in accordance with the procedures in the Bylaws as established by the Board of Directors and is subject to the Bylaws of the parent organization. This Chapter is a non-profit organization in accordance with the provisions made by the Internal Revenue Code of 1954 and adheres to the declaration of the Charter and subsequent Re-charter Agreements as notarized by the elected Chapter Officers.

The objects and purposes of this Chapter shall be:

Section 1

To promote and establish good relationships amongst professional animal care personnel; to promote and establish a means to stimulate incentive, greater interest and professional attitudes towards animal welfare through the zoo keeping profession; and promote greater communication with members of the profession through projects and programs that will strengthen the zoo keeper's professional knowledge.

Section 2

To support and publicize our concern for all valid and deserving projects of conservation and to do our part in educating the general public to the need for worthwhile projects of preserving our natural resources and animal life.

Section 3

To establish materials beneficial to zookeeper education.

Section 4

To accept and receive property, both real and personal, by gift, grant or bequest; and to manage, hold, contract and dispose of said property in accordance with the purposes of the Chapter and under the restrictions of the Bylaws of AAZK, Inc.

Section 5

Upon dissolution of this Chapter by unanimous vote of its members, a letter of resignation accompanied by a copy of the minutes of the meeting shall be sent to the Administrative Secretary/Treasurer of the Association. All funds remaining in the Chapter treasury after payment of debts shall be forwarded to the National Association for distribution through the Conservation, Preservation and Restoration Committee of AAZK, Inc.

ARTICLE III - OFFICES

Section 1

Principal Offices for the transaction of business of the Chapter is hereby located at:
8450 W. Ten Mile Road, Royal Oak, MI 48068

Section 2

Chapter records shall be kept in the possession of the Chapter (AAZK- Detroit Closet)

ARTICLE IV – MEMBERSHIP

Section 1

Membership eligibility, dues, initiation fees and assessments shall be fixed by the Bylaws.

ARTICLE V - ELECTIONS

Section 1

Chapter elections shall be held in such a manner as fixed by the Bylaws.

ARTICLE VI- MANAGEMENT

Section 1

The recharter date for this Chapter shall be 1 March of each calendar year. The Board of Directors of AAZK, Inc shall set the recharter fee. The names of the elected Chapter Officers shall be reported to Administrative Offices at the recharter date. The responsibility of the recharter will fall on the outgoing board/executive board from previous year.

Section 2

Failure for this Chapter to comply with fees and required reports by the annual recharter date shall be considered in violation of Article V, Section 1 and 2 of the AAZK, Inc. Bylaws and the Chapter charter shall be subject to revocation.

Section 3

All Chapter monetary transactions shall require the signature of two Chapter officers. Those two officers should be the President and Secretary. Changing of the bank that the chapter uses shall require a majority vote from the Executive Board

Section 4

No individual member or Chapter officer may enter into any contract utilizing Chapter-generated funds or execute any instrument in the name of, or on behalf of the corporation, without prior written application to, and consent of the Board of Directors of the Association. Similarly, no individual shall have any power or authority to bind the corporation by any contract or engagement, or to pledge its credit or to tender it liable for any purpose in any amount, without prior written application to, and consent of the Board of Directors of the Association. Chapters are empowered to enter into contracts for less than \$1000.00 without the prior approval of the Board of Directors.

Section 5

Chapters may not hold permanent title to real estate or vehicles of any kind without written application to, and consent of the Board of Directors of AAZK, Inc. and unless they incorporate

within their individual State or Province. Chapters must notify the National Association of their intent to incorporate; the Chapter must provide the Board of Directors of AAZK, Inc. with a copy of their Bylaws and their final incorporation papers.

Section 6

In accordance to Article VII, Section 6 of the current Bylaws of AAZK, Inc., all profits made on products/projects as described in said Article and Section must be split equally between the Chapter and the National Association.

Section 7

The fiscal year of the Chapter shall be **January 1** to **December 31** inclusive.

Section 8

Election of Chapter officers as defined and fixed in the Bylaws shall take place in the twelfth month of the current fiscal year.

Section 9

Chapter officers shall be responsible to the membership and to AAZK, Inc. to control and manage the Chapter and its property, and to perform and comply with all duties and requirements as prescribed by the Bylaws of the Chapter and the Constitution and Bylaws of AAZK, Inc.

Section 10

All money transactions must have documentation of approval. Usually a receipt and minutes need to be provided to support expenditures. Any individual using AAZK money is responsible for providing receipts to the treasurer. Receipts should be signed and dated

ARTICLE VII- CHAPTER BYLAW CUSTOMIZATION/AMENDMENTS

Subject to the limitations of this Constitution and amendments as to action which shall be authorized or approved by the Board of Directors of AAZK, Inc., Chapters shall have the right to make amendments to the Articles of Bylaws and further customize them so that they will facilitate the operation of the Chapter. Amendments to the Articles of Bylaws shall not affect the content of the General Articles of this Constitution, nor may the General Articles be amended unless prescribed or approved by the Board of Directors of AAZK, Inc.

Amendments shall be passed by a majority of the voting Chapter members at any regular or special meeting called for such purpose.

All proposed amendments should be presented in writing to the Chapter membership thirty days (30) prior to voting.

Chapters shall be required to forward a copy of the Chapter Bylaws, complete with all approved amendments, upon written request from the Administrative Offices of AAZK, Inc. or the Board of Directors of AAZK, Inc. within thirty (30) days of the receipt of such request.

ARTICLES OF BYLAWS

ARTICLE I – MEMBERSHIP

Membership in the Chapter shall be open to any (animal keeper, attendant, handler, aquarist, trainer, other) employed by a recognized animal keeping facility (located within the State of Michigan); associations or groups thereof; and to individuals and associations interested in the objectives and purposes of the Chapter.

The membership categories shall include the following:

- a) Professional - Permanent, full-time (part-time, temporary) animal keepers (lab technicians, handlers, trainers, attendants, other) directly connected with the care and feeding of captive wildlife in recognized zoological parks, aquariums, animal reserves, or any other animal care facility.
- b) Affiliate - Professional and non-professional zoological or aquarium society members, conservation organization members, (zoo and aquarium personnel who do not qualify for Professional or Associate categories as defined by the Chapter this may include part time/ temporary/seasonal animal keepers, attendants, technicians, trainers, handlers, managerial and non-keeper zoological park/aquarium personnel, docents, students, volunteers, other).
- c) Associate - Any interested individual who is not connected directly or indirectly with any recognized animal keeping facility (located within the State of Michigan)

Chapter dues will be \$12 per member and will cover the period of one year from the date of February 1st of current year. Members that join after Executive Board elections (usually December) of the current year will be covered towards dues for the next year. Proper documentation of National AAZK Membership will be due to office at time of payment of local dues. There will be a **one-month** grace period (through March 1st) for members in good standing.

Any member who defaults in payment of dues for local (past March 1st) or National (with valid card on file) AAZK membership will be stricken from the rolls of the chapter and his/her membership terminated. The executive board may elect to grant amnesty for late payment of dues in extreme circumstances. Also, new members joining the chapter past initial deadlines will not be considered in default and may even be granted a reduction in annual dues relative to a shorter term of membership for that year.

The property of the members shall be exempt from execution for the debts of the Chapter, and no member shall be liable or responsible for any debts or liabilities of the Chapter.

No member shall have any rights to the property of the Chapter. Only active Chapter Professional, Affiliate and Associate members (those having contributed dues to local and National AAZK membership for the current year) shall be entitled to one vote.

Only active Professional Chapter members (at the National Level) are eligible to hold office of President, Vice-President, Secretary, Treasurer, and Chapter Liaison on the Chapter Executive. Any member is eligible to hold appointed office within the Chapter.

Any member may terminate his/her membership in the Chapter by submitting a letter of resignation to the Chapter Secretary, but no monies shall be refunded for dues or fees previously paid.

If any member of the Chapter shall commit any act prejudicial to the conduct of the affairs of the Chapter or the AAZK, Inc., or the purposes for which it was formed, such person shall be notified, in writing, to appear personally before the Chapter Executive Officers at a designated time not less than thirty (30) days after such notification and, at such time, be given a hearing. By a majority vote of all the Chapter Officers present at the meeting, the membership of such person in the Chapter may be terminated or suspended.

Membership in the Chapter shall not be transferable.

Fines or penalties are not permitted. The penalty of misconduct is suspension or termination, as provided above.

ARTICLE II- ELECTIONS

The terms of office of the members of the Chapter Executive shall be one year. Elections shall be held annually. Each elected officer shall serve for year(s) following the election meeting. Members of the Chapter Executive may serve for unlimited consecutive terms

Any officer elected by the members may be removed by the members whenever, in its judgment, the best interests of the Chapter would be served, provided such removal be effected by a vote of the majority of voting members of the Chapter. This vote shall take place at a special meeting.

Except as otherwise provided for in these Bylaws, the Chapter Executives may fill any vacancy in any office of the Chapter for the unexpired term of such office.

Nominations for Executive Board will be made at a meeting prior to the December vote. A voting quorum need not be present for the purpose of holding nominations. At that meeting nominations can be made by any individual member in good standing but will also require secondary support from another member. If the nominated member is present when nominated, he/she will be required to accept or decline the nomination. If a nominated member is not present when nominated, an investigation will be made to ascertain the member's acceptance of nomination. If the member fails to accept the nomination within ten days of the nomination meeting, his/her nomination will be presumed declined.

Nominations of incumbent board members are presumed and incumbent executive board members do not require formal nomination or secondary support to run for a consecutive term of service. All incumbent officers will be automatically considered for reelection unless they specifically decline to serve a consecutive term.

ARTICLE III – MEETINGS

Regular meetings shall be held at such time and place as fixed by resolution of the Chapter Executive and designated in the notice of the meeting.

Special meetings of the members may be called by the Chapter President, Chapter Officers, or upon a written request signed by at least ten percent (other) of the total membership.

Any meeting of the members, whether or not a quorum is present, may be adjourned by a majority of the members present; but in the absence of a quorum, no other business may be transacted at such meetings.

The presence of at least 50% of the Professional Level voting members of the Chapter shall constitute a quorum necessary for the business at all meetings of the members. After a quorum has once been called at any meeting, the withdrawal of members thereafter shall not defeat the quorum. If a quorum is not met, an informational meeting will be given to members present, and the Executive Board will then vote on issues that cannot wait until the next scheduled meeting.

Each voting member, as defined by the Bylaws, shall be entitled to one (1) single vote on each matter submitted to a vote at a meeting of the members.

Meetings of the Chapter Executive shall be attended by a majority of the Executive in order to conduct business.

Executive Board should conduct meetings no less than four (4) times within the fiscal year. The same shall be said for General Membership meetings, that they be conducted no less than four (4) times within a fiscal year.

ARTICLE IV – OFFICERS

Powers. Subject to the limitations of this Constitution and amendments as to action which shall be authorized or approved by the members, and subject to the duties of Officers as prescribed by the Bylaws; all Chapter powers shall be exercised by or under the authority of, and the conduct and affairs of the Chapter shall be controlled by, the Chapter Executive.

Duties. The duties of the Chapter Executive herein described, as Officers shall be:

- a) To control and manage the Chapter and its property, passing upon acquisitions and disbursements with a vote of a simple majority of the membership, other than allowable operating expenses.
- b) To formulate policies, rules, and regulations in accordance with the Constitution and these Bylaws.
- c) To empower the Chapter Treasurer authority to purchase items necessary to conduct the business of the Chapter, without the approval of the membership, not to exceed \$ 100 (Petty Cash)
- d) Officers. The officers of the Chapter shall be a President, a Vice-President, a Secretary and a Treasurer.

- e) Officers cannot miss three (3) consecutive meetings with out excuse or prior notice. Violators will be subject to disciplinary action and will need to go before Board. Penalties will be enforced by a majority vote of the Board. Penalties include but are not limited to: loss of points, removal of office, etc...

Subordinate Officers. The Chapter Executive may appoint such other officers as the conduct of the Chapter may require, each of whom shall have authority and perform such duties as are provided in these Bylaws or as the Chapter Executive may from time to time specify.

Vacancies. Vacancies on the Chapter Executive may be filled by a majority of the remaining officers, although less than a quorum, or by a sole remaining officer. If at any time, by reason of any cause, the Chapter should have no Executive in office, then any Chapter member may apply to the Chapter membership for a decree summarily ordering election. Each officer so elected shall hold office until a successor is elected at a meeting of the members.

Number and Qualification of Officers. The authorized number of officers of the Chapter shall be until changed by amendment to this Bylaw. Officers must be members in good standing with AAZK, Inc.

Removal and Resignation. An officer may be removed, either with or without cause, by a majority of the Chapter Executive at the time in office, at any regular or special meeting, or any officer upon who may confer such power of removal by the Chapter Executive.

Voting. Any voting of the Chapter Executive shall consist of no less than three (3) consenting votes.

President.

The President shall be the chief executive officer of the Chapter and shall, subject to the control of the Chapter Executive, have general supervision, direction and control of the conduct and officers of the Chapter. The President shall preside at all meetings of the membership and at all meetings of the Chapter Executive. The President shall be an ex officio member of all Chapter committees, if any, and shall have the general duties and powers as that may be prescribed by the Chapter Executive or these Bylaws.

Vice-President.

In the absence or disability of the President, the Vice-President shall perform all the duties of the President, and when so acting shall have the powers of, and be subject to all the restrictions upon, the President. The Vice-President shall have such other powers and perform such other duties as from time to time may be prescribed by the Chapter Executive or these Bylaws.

Secretary.

The Secretary shall keep, or cause to be kept, a book of minutes at the principal offices or other such place as prescribed by the Chapter Executive, with the time and place of holding meetings, whether regular or special, members present or represented at such meetings, and the proceedings thereof. The Secretary shall keep, or cause to be kept, a membership list, showing the names of the members and their addresses, and the number and date of memberships issued; and the date of suspension, termination or resignation of every membership surrendered for

cancellation. The Secretary shall have other powers and perform other duties as from time to time may be prescribed by the Chapter Executive or these Bylaws.

Treasurer.

The Treasurer shall deposit all monies and other valuables in the name and to the credit of the Chapter with such depositories as may be designated by the Chapter Executive. The Treasurer shall disburse the funds of the Chapter as may be ordered by the Chapter Executive, shall render to the President and Chapter Officers, whenever they request it, an account of all the transactions as Treasurer and of the financial condition of the Chapter, and shall have such other powers and perform other duties as from time to time may be prescribed by the Chapter Executive or these Bylaws.

Chapter Liaison.

This shall be an active member of AAZK Inc., who is the main communication link between a local AAZK Chapter and the Association. The prime responsibilities of this position shall be to report and provide information from the AAZK Organization to the local membership (projects, programs, national committees, etc) and to report by written submission on a regular basis to the Association regarding chapter and membership status, function and participation. See reference position description under Board Directive - Chapter Liaison 8.03-2.

Amendment I – Travel Policy

PURPOSE: To establish means of allocation of funds to members in good standing for work related travel.

POLICY:

1. Keeper must submit a Detroit Zoological Institute Travel Request Form to their appropriate supervisor.
2. Once the time off has been approved, the keeper must complete an AAZK Travel Request Form and attach a copy of the Detroit Zoological Institute Travel Request Form and any available documentation for the desired trip (i.e. brochures, registration forms, etc.).
3. AAZK will provide up to \$ 300 per keeper per year for travel. Certain exceptions will occasionally be made with membership approval (i.e. when some member wishes to use more than the \$300)
4. One representative will be sent to National AAZK Conference fully funded through our **Albert J. Figlioli Fund**^[1]. That representative shall be someone on the Executive Board. If no one on the Board can go, then it will be delegated to a member at large through a process, taking into account status and participation. Any representative that goes needs membership approval.
 - A. The Albert J. Figlioli Fund is to be set at \$2,500.00, and is set aside annually as part of the Detroit Chapter yearly budget. The fund will be specifically used to send chapter representative(s) to the Annual National AAZK Conference. Any remaining funds not expended for conference travel will be donated to a charitable organization in honor of Albert J. Figlioli, as directed by the Figlioli family.
5. Original receipts must support all expenses. Please sign and date all receipts
6. Authorized expenses are defined as:
 - Registration, enrollment, and other entry fees
 - Meals – up to, and not to exceed \$30/day
 - No meal allowances will be granted for one-day trips.
 - Lodging
 - Transportation
 - Gasoline
 - Other incidental expenses must be itemized and explained. Such as those that occur because a sudden change in itinerary. (i.e. Hurricane Katrina)
7. Examples of non-reimbursable:
 - Souvenir purchases

^[1] Albert J. Figlioli was an instrumental part in helping AAZK – Detroit in how we raise money. We voted and named the funds to be allocated for the AAZK, Inc. National Conference every year in his honor.

- Bar tabs
- Personal phone calls
- Cost of in-room movies or other related entertainment
- Meals for one-day trips
- Personal credit card fees
- Loss of property
- Expenses of anyone else
- Costs relating to side trips taken in conjunction with business trips

8. The approval of AAZK sponsored travel requests will be contingent upon the following:

- Length of time the keeper has been a national and local AAZK member (at least one year).
- Keeper's involvement in AAZK activities (15 points must have been accumulated in the past year.)
- Completed Detroit Zoological Institute Travel Request Form
- If the keeper's supervisor has granted the time off.
- AAZK's budget
- Relevance to the job.

Amendment II – Points System

PURPOSE: To establish a system that rewards members for participation. This is also established to help in decision making when it a member is exercising their rights of the travel policy.

POLICY:

The Detroit Chapter of the American Association of Zookeepers will operate under a system of points, to be awarded to members as follows:

Payment of membership dues preceding initial deadline:	1 point
Attendance at general membership meetings:	1 point per meeting
Attendance/participation in general membership activities:	1 point per
activity	
Recruitment of new Chapter member:	1 point per new member
Recruits volunteer to attend Zoo Boo shift:	1 point per
vol./shift	
Membership on a chapter committee:	2 points
Chairing a chapter committee:	3 points
Volunteer at a major function (i.e. Sunset, Zoo Boo, BFR)	3 points
Serve on Executive Board	3 points

Points will be tallied and recorded by the chapter secretary. If the secretary is not present at an event, it is the responsibility of the Board members that are there to record the number of people present, and record members present to award participation points. Certain awards, such as travel funds, will require the accumulation of a minimum number of points (see travel policy, etc.).

As part of our budget, the Chapter will allocate \$50 annually for a Visa gift card to go to the chapter member that has received the most participation points in the preceding calendar year. If there should be a tie, \$50 will be split equally to purchase gift cards for lesser values for each member attaining the maximum participation points. Executive Board members are not eligible for this award.

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Amendment III – Absentee Ballot

PURPOSE: To establish a means of voting for members that are not able to make it to a meeting based on a work related issue. (i.e. animal knockdown, animal move, work travel) This shall only be allowed on a work related issue in so far as established by the Executive Board.

POLICY: Voting issues should be presented in writing to members prior to the meet-ing in order to establish a need for this process. Issue should be brought to attention, no less than one week prior to a vote.

AAZK Detroit Chapter Absentee Ballot	
I, _____ would like to cast my vote with respect to the	
Following issue in absentia: _____	

_____.	
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(If it is necessary that you fully describe the issue to demonstrate your understanding of the issue. Use the back of the form.)	
My vote on the issue is:	Yeah (For): _____ Nay (Against): _____
My vote is:	As a general member _____ As an executive board member _____
Signature: _____	Date: _____
Vote Accepted - Board Member 1: _____ Board Member 2: _____	

Constitution was voted and ratified on JANUARY 15, 2008 by membership at a meeting where there was a quorum. Approval of Board is represented below.

Kelly A. Wilson
(President)

Tamara Colt
(Vice-President)

Cynthia L. Colling
(Treasurer)

Marilynn C. Crowley
(Secretary)

Michael Puppan
(Chapter Liaison)
