



Colorado Mountain Club  
Board Manual  
1-1-06

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## COLORADO MOUNTAIN CLUB CONSTITUTION

### ARTICLE I. NAME AND PURPOSE

SECTION 1. Name. The name of this corporation and organization shall be "The Colorado Mountain Club."

SECTION 2. Purposes. The purposes of the organization shall be to unite the energy, interest, and knowledge of the students and lovers of the mountains of Colorado: to collect and disseminate information regarding the Rocky Mountains in behalf of science, literature, art and recreation: to stimulate public interest in our mountain areas: to encourage the preservation of forest, flowers, fauna and natural scenery: and to render readily accessible the alpine attractions of this region.

SECTION 3. Definitions. The terms "state" and "club" herein shall refer to the state organization of The Colorado Mountain Club. The term "Group" herein shall refer to subdivisions of the Colorado Mountain Club.

### ARTICLE II. MEMBERSHIP

SECTION 1. Membership shall be open to any reputable person interested in the objects of the Club and desirous of taking part in, or assisting in, its work. Every application for membership must be approved by the Group through which the application has been made. The applications shall be in such form as may be authorized from time to time by the Board of Directors.

SECTION 2. The receipt of a life membership fee shall constitute full payment for life of the annual dues.

SECTION 3. Honorary membership is for life and may be conferred by unanimous vote of the Board of Directors to any person who has attained distinction in one of the following:

- a. Scientific studies in mountainous areas
- b. Literature or art pertaining to mountains
- c. Exploration
- d. Mountaineering
- e. Service to the Club

The Board may confer such honorary membership only after honorary membership has been recommended by a Group.

SECTION 4. Each Group may grant a maximum of five (5) courtesy memberships to individuals who have contributed or may contribute to the work of the Club by reason of the office or position held by such person. Courtesy membership shall only be granted to a person not otherwise a member of the Club and shall be limited to the period of one fiscal year but may be continued annually. The Board may grant annual courtesy subscriptions



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to its primary publication to outside entities or individuals by a majority vote.

SECTION 5. The council of any group may, from time to time, provide for safety through classification of members based upon their ability and experience in mountaineering, and the council may, in accordance with such classification, limit participation by members or guests on trips and outings. The Board of Directors may similarly provide for safety through classification and may limit participation on club-sponsored activities.

SECTION 6. All members shall have the right to vote in general elections and in their Groups as specified in their by-laws; shall be eligible to serve as directors, officers and committee members; and shall be entitled to enjoy the privileges of the Club, subject to the safety classification provided in Section 5 above.

SECTION 7. The Club reserves the right to expel any member for such cause as the Board of Directors may deem sufficient. The steps outlined below must be followed in order to expel any member of the Club:

- a. The said member shall have been furnished, by mail at the last address known to the Club, with a statement of the charges preferred against him or her and at the same time shall have been given one week's notice of the time when the same is to be considered by the Board.
- b. A copy of said statement of charges and notice shall, at the same time, have been furnished to the council of the Group to which said member belongs.
- c. Said member shall be given the opportunity to appear before the Board and be heard in answer to the charges.
- d. A three-fourths vote of the total members of the Board of Directors shall be necessary to expel any member, but such vote may be taken by secret ballot.

A member expelled from the Club shall thereby become ineligible for membership in any Group.

### **ARTICLE III. GROUPS**

SECTION 1. In any city, town, or locality, one or more Groups of the Club may be organized, subject to the approval of the State Board of Directors. Each Group shall be managed by a Group council composed of Group councilors. Each Group shall have its own officers. Each Group may adopt its own constitution and by-laws which shall state the size of the Group council, the method of selecting Group councilors and other rules pertaining to the local management of the Group. Such constitution and by-laws shall be consistent with the State constitution and by-laws.

SECTION 2. All applicants for membership in the Club shall apply through a Group of the Club.

SECTION 3. No Group shall have members who are not members of the Club.

SECTION 4. A Group may be dissolved by action of the State Board of Directors for such



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reasons as the Board may deem sufficient. Members of such Group at the time of dissolution shall retain their membership in the Club if they are transferred to another Group of the Club, as provided in the Club by-laws, within six (6) months.

### **ARTICLE IV. BOARD OF DIRECTORS AND OFFICERS**

SECTION 1. The Board of Directors shall consist of:

- a. fifteen Directors selected by the State Council and
- b. the Officers of the Club

SECTION 2. Directors are elected by the State Council as provided in the Bylaws of the Club. One-third of the Directors shall be elected each year by the State Council. Director vacancies shall be filled by the State Council except that the Board may temporarily fill a vacancy until the next meeting of the State Council. Any Director may be removed by a two-thirds vote of all State Council members. Each Director must be a Club member in good standing.

SECTION 3. The Officers of the Club shall be a President, a Vice President, a Treasurer, and a Corporate Secretary. Officers of the Club shall be elected by the Board at the first Board meeting of each applicable calendar year. Directors who are elected as Officers of the Club shall resign their Director position prior to taking office. All Officers must be Club members in good standing but they need not be Directors when elected. Their duties and the process for their selection shall be as provided in the Bylaws of the Club. Any officer may be removed by a two-thirds vote of all Board members. Vacancies among Officers shall be filled by the Board except that the Executive Committee may temporarily fill a vacancy until the next meeting of the Board.

### **ARTICLE V. STATE COUNCIL**

SECTION 1. The State Council shall consist of:

- a. one member selected by each Group of the Club by a process determined by each Group;
- b. all outgoing Board members from the previous year including outgoing Officers of the Club if applicable; and
- c. up to five representatives from Club committees as designated in the Bylaws of the Club.

Each State Council member must be a Club member in good standing. A State Council member may serve as a Board member. Any State Council member may be removed by a two-thirds vote of all State Council members.

SECTION 2. The duties of the State Council are:

- a. Elect the Board Directors for the following year at a meeting in the Fall of each year as



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determined by the President of the Club. Notice of this meeting and the names of the Director nominees shall be sent to State Council members at least ten days prior to the meeting. The Directors shall be elected by the State Council members attending the meeting with no quorum requirement being imposed;

b. Perform other duties as provided in the Bylaws of the Club or as requested by the Board or President.

SECTION 3. The President or the President's designee shall preside at meetings and provide organizational leadership for the State Council. If the presiding officer is not a voting member of the State Council, he or she may vote in the event of a tie on any matter before the State Council including the election of Directors.

SECTION 4. Vacancies on the State Council shall be filled as follows:

- a. Group representative vacancies shall be filled by their respective Group in accordance with a process determined by the Group;
- b. Committee representative vacancies shall be filled as provided in the Bylaws of the Club; and
- c. Outgoing Director positions on the State Council shall not be filled if vacated.

SECTION 5. State Council members shall serve for a one calendar year term. Each State Council member shall have only one vote.

### **ARTICLE VI. DUES AND FEES**

SECTION 1. The Board of Directors shall have the power, from time to time, to fix the State admission fee, the State dues and the State life membership fee, the amounts to be stated in the by-laws.

SECTION 2. The council of each Group shall have the power, from time to time, to fix the Group admission fee and dues , which shall be in addition to the State admission fee and dues .

SECTION 3. No dues, either State or Group, shall be charged to any person who is a life member of the Club.

SECTION 4. In fixing dues and admission fees, both the Board of Directors and the Group councils may make provisions to cover special types of memberships with different rates of dues or without dues.

SECTION 5. The Board of Directors may waive the payment of State dues for any one year for any member.

SECTION 6. The Club by-laws shall provide for the dropping of members because of nonpayment of dues, and for their reinstatement upon resumption of such payments.

### **ARTICLE VII. MANAGEMENT**



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SECTION 1. The affairs of the Club shall be managed by the Board of Directors. The Board shall hold regular meetings at least quarterly. Special meetings may be called by the President, or by any three (3) Board members. Written notice of a Board meeting shall be mailed to all Board members at least (10) days before the meeting and shall state the date, time and place thereof. A quorum of the Board of Directors shall consist of at least one-half of the directors.

SECTION 2. All meetings of the Board of Directors shall be open to attendance by any Club member in good standing. However, nothing herein shall prevent the Board convening in private session for the consideration of any matter which may come before them, but the vote or other final action of the Board shall be taken in open session.

SECTION 3. The President shall appoint such committees as he or she may deem advisable or necessary. All committee appointments shall be reported to the next following meeting of the Board of Directors and shall be confirmed or rejected by the Board.

SECTION 4. The Club is a non-profit, cooperative organization. New members, in accepting membership in the Club, and present members, by continuing their membership, on behalf of themselves, their heirs, and their legal representatives, waive any and all responsibility of the Club, any of its Groups, or any of its members for damages by reason of death, personal injury, or loss of or damage to personal property incurred as the result of any Club activity.

SECTION 5. The President, with the approval of the Board of Directors, may employ an executive secretary and such other employees as may be deemed advisable and necessary to conduct the business of the Club.

SECTION 6. The rules contained in "Robert's Rules of Order" shall govern all meetings of the Board of Directors in all cases to which they are applicable, and in which they are not inconsistent with the constitution and by-laws of the Club.

### **ARTICLE VIII. BY-LAWS**

For the management of the affairs of the Club, the Board of Directors shall have the power to make or amend by-laws, such by-laws to be consistent with this constitution.

### **ARTICLE IX. AMENDMENTS**

This constitution may be amended by the following procedure:

- a. The proposed amendment or amendments must first be approved by the affirmative vote of at least two-thirds of all members of the Board of Directors.
- b. The proposed amendment or amendments must then be submitted in writing to all of the Groups and shall not be effective until such amendment or amendments are ratified by Groups both (1) totaling in number at least two-thirds of the Groups then organized and (2) having a total combined membership of at least two-thirds of the total Club membership.



## COLORADO MOUNTAIN CLUB BY-LAWS

### ARTICLE I. MEMBERSHIP

Each membership application must be on a signed application form as may be authorized from time to time by the Board of Directors. As a condition of membership, each member must sign a release of liability upon application and at each renewal. Every adult who is included in a family membership must sign a separate waiver of liability at each of those times. Also at each of those times, a parent or guardian must sign a waiver of liability for each child who is included in the family membership. A member of the Club may, upon written request, transfer his or her membership from one Group to another Group with the consent of the local Group to which the member wishes to transfer.

The Colorado Mountain Club does not discriminate in accepting individuals or families for membership based upon race, creed, color, religion, national origin, ancestry, marital status, gender, sexual orientation, age, physical handicap, veteran status, or political service or affiliation.

### ARTICLE II. DUES AND FEES

SECTION 1. The fiscal year of the Club shall begin October first (1<sup>st</sup>) and shall end September (30<sup>th</sup>). Annual dues are assessed on the anniversary of each member's admission to the Club. In addition to such dues and fees as may be provided for by action of any Group, the state dues and fees of the Club shall be as follows:

- a. Honorary members shall pay no dues or admission fee.
- b. Courtesy members shall pay no dues or admission fee.
- c. The fee for life membership shall be thirty (30) times the annual membership rate. One-half of the life membership fee shall be deposited in the Club endowment fund and one-half shall be paid to the Group to which the member belongs.
- d. Members who are full-time students in college at the beginning of the fiscal year shall pay dues of forty-five dollars (\$45.00) for such year.
- e. Members who are under 21 years of age at the beginning of the fiscal year shall pay dues of forty-five dollars (\$45.00) for such year.
- f. Any member who has paid dues for a total of forty (40) consecutive years shall automatically be relieved of the obligation of paying further dues. Such member shall be known as a Forty-Year Member.
- g. Family membership is granted to no more than two parents or domestic partners residing together, plus all children under age 21 residing at home. The dues for a family member shall be sixty-three dollars (\$63.00) per year.



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h. All members not included in sub sections (a) to (g) shall pay dues of forty-five dollars (\$45) per year.

i. A spouse of a life or 40-year member will be considered a family member and be charged eighteen dollars (\$18) per year.

SECTION 2. The state admission fee for all members except honorary, courtesy and life, shall be twenty-five dollars (\$25.00) which, together with the first year's dues, shall accompany the application for membership. Only one state admission fee shall be charged to a family as defined in section 1(g) above. No state admission fee shall be charged to a person who is in the family of a regular Club member and who wishes to join a junior Group of the Club.

SECTION 3. It shall be the duty of the state organization to collect membership dues and admission fees from all members. On a monthly basis the state will provide each Group with the Group portion of dues collected during the previous month. If a member transfers from one group to another group, the transferring member's annual group dues will remain with the group the member was associated with when the member's membership year began. No pro-rated share of group dues will be paid to the member's new group when a member transfers.

SECTION 4. All dues and fees shall be payable in advance. If the dues of any member are not paid within a period of three (3) months after the due date, the member shall be dropped from membership.

SECTION 5. Annual dues are payable upon admission to membership in a Club Group, and on subsequent anniversaries of that admission. Dues include a subscription to *Trail and Timberline*, the official publication of the Club.

SECTION 6. For promotional purposes, the Executive Director may from time to time authorize temporary discounts or waivers of State admission fees on membership fees of up to one year and/or dues for new or renewing members. Any such authorization shall be communicated to the Board stating the amount and nature of the discount, and the extent and duration of the promotional program. Life memberships are ineligible for discounts. If and to the extent that any discounts or waivers reduce a Group's share of collected fees or dues, the State office shall reimburse the Group for the reduction.

### **ARTICLE III. BOARD OF DIRECTORS**

SECTION 1. The Board of Directors shall have and exercise the corporate powers prescribed by law. Its primary functions shall be to make policy and to manage the resources of the Club in a sound manner. The Board of Directors shall further determine the general, program, and financial policies and shall have the power to carry out any other functions which are permitted by law or by the Constitution. These powers shall include but shall not be limited to the following:

- Establish, review, and approve changes in the programs of the Club consistent with its mission.



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- Oversee and approve the budget of the Club and establish policy guidelines for the management of the endowment, all investments, and major fundraising efforts.
- Authorize the purchase, management, and sale of all land, buildings, or major equipment for use of the Club.
- Authorize the construction of new buildings and major renovations of existing Club buildings.
- Authorize on behalf of the Club the incurring of debts and securing thereof by mortgage and pledge of real and personal property both tangible and intangible.
- Authorize any changes in membership fees and all charges within the Club.
- Authorize Officers or agents of the Club to solicit and/or accept gifts or bequests on behalf of the Club.
- Appoint and remove the Executive Director on such terms and conditions including without limitation, terms relating to compensation and performance as the Board may deem advisable.

SECTION 2. Regular meetings of the Board of Directors shall be held on the third Saturday afternoon of April, July, and October and the fourth Saturday afternoon of January unless another date is substituted by notice in accordance with Article 1 of the Constitution of the Club. The Board shall meet at least four times each year.

SECTION 3. The chairman of each state committee shall be prepared at all regular meetings of the Board.

SECTION 4. The date, time, and place of all regular and special meetings of the Board shall be fixed by the President. If not so fixed all regular meetings of the Board shall be held at 1:00 p.m. at the office of the Club in Golden Colorado. Should the President fail to fix the place of any special meeting or fail to have notice of such meeting mailed as provided in the Club's Constitution, the person or persons calling such meeting shall fix the time and place and shall mail notice thereof. As far as practicable, meetings shall be held in different places in the state. If at all possible at least one regular or special meeting per year should be hosted by a Group outside of Denver.

SECTION 5. Any member of the Club may attend meetings of the Board and with the permission of the Board shall be entitled to speak at such meetings. Only Board members shall have a vote. Each Board member shall have only one vote.

SECTION 6. Immediately following the election of Officers, the Board of Directors shall decide which Club members' signatures are to be required for withdrawals from the Club checking and savings accounts. The Board of Directors shall make provision for an annual audit of the books and records either by a committee appointed for that purpose or by outside auditors. The Board may require the Treasurer or any other officer or any employee handling the funds of the Club to furnish a surety bond guaranteeing faithful performance. Such bond or bonds shall be in such amount and in such form as the Board may require and the cost of such bond or bonds shall be paid by the Club.



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SECTION 7. The Nominating Committee for Directors and Officers of the Club shall consist of five Club members including its chair. These members shall be appointed by the President and ratified by the State Council and shall include at least one member from the previous year's nominating committee. At least two of the nominating committee's members shall be current Board members and at least two members shall be neither Board nor State Council members. The nominating committee chair shall be appointed by the President and ratified by the State Council. No nominating committee member shall be nominated by the nominating committee for a Director or Club Officer position. The nominating committee shall seek nominee input from the Groups, President, Executive Director, and others. At least one nominee shall be proposed for each open Director position and Club Officer position.

SECTION 8. The Executive Committee of the Board of Directors shall consist of the President, President-Elect, and three Board members elected by the Board of Directors at the first Board meeting of each year.

SECTION 9. For purposes of determining a quorum with respect to a particular proposal, and for purposes of casting a vote for or against a particular proposal, a director may be deemed to be present at a meeting and to vote if the director has granted a signed written proxy to another director who is present at the meeting, authorizing the other director to cast the vote that is directed to be cast by the written proxy with respect to the particular proposal that is described with reasonable specificity in the proxy. (In accordance with CRS7-128-205(4).)

SECTION 10. The Board shall consist of members representing at least seven different Groups. Any Group may propose as a Director a Club member from another Group. To maintain this composition, the Nominating Committee shall ensure that sufficient nominees are available to meet this requirement.

SECTION 11. Directors shall be elected from the nominees submitted to the State Council by the nominating committee and from floor nominations from State Council members on the day of the election.

SECTION 12. Officers of the Club shall be elected from the nominees submitted to the Board by the nominating committee and from floor nominations by Board members on the day of the election.

SECTION 13. Directors missing more than 50% of the Board meetings in a given year will be removed from the Board by the President at the end of that year and their vacated position shall be filled temporarily by the Board at the first Board meeting of the next year with permanent selection occurring at the next meeting of the State Council. Proxies, while strongly encouraged in the event a Director is unable to attend a meeting, shall not count toward fulfilling the 50% requirement. The Board may consider special circumstances and vote to retain a Director who fails to meet this requirement.

SECTION 14. Terms for Directors and Officers are as follows:

a. Directors serve a three-calendar year term unless they are completing the unfilled term of a vacating Director. A Director can serve no more than six consecutive years on the



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Board, after which a break of at least two years is required.

b. Officers are to serve for a period of two years and until their successors are elected. An officer can serve no more than two consecutive terms for a maximum of four years.

c. A Board member who has served as both a Director and an Officer can serve no more than eight consecutive years, after which a break of at least two years is required.

### **ARTICLE IV. DUTIES OF OFFICERS AND EMPLOYEES**

SECTION 1. The President shall be the chief executive officer of the Club and shall exercise the usual powers of such office. In particular, he or she shall preside at all meetings, shall call special meetings of the Board of Directors, shall fix the date, hour and place for all regular and special meetings of the Board, shall appoint all committees and administrators of Club activities and shall carry on the business of the Club as directed by the Board of Directors and as provided in the constitution of this Club and in these by-laws. He or she shall be an ex-officio member of all committees. All appointments made by the President shall be reported to the next following meeting of the Board of Directors and shall be confirmed or rejected by the Board.

SECTION 2. If the President is absent from any meeting, the Vice President shall preside. If the President is unable to act for any reason, or is absent from the State of Colorado for a prolonged period, the Vice President shall carry on the business of the Club in the place of the President.

SECTION 3. The Corporate Secretary shall have custody of the seal of this Club, shall sign all legal documents requiring such signature, shall keep records and minutes of meetings of the Board of Directors, or should the Board appoint a recording secretary, shall supervise the writing of the minutes and shall sign the same, and shall perform such other duties as the Board of Directors may, from time to time, direct. If both the President and Vice President are unable to preside or act, for any reason, the Corporate Secretary shall assume the duties of chief executive officer of the Club, as outlined in Section 1 above, until the President and Vice President resume their duties or the Board selects replacements.

SECTION 4. The Treasurer shall have custody of the moneys and investments of the Club, shall keep or supervise the keeping of such books of account as the Board of Directors may require, and shall make such reports as the Board may require.

SECTION 5. The Executive Director shall be the official advisor to, and executive agent of, the Board of Directors. Subject to the approval of the Board of Directors, the Executive Director shall have the authority to manage and direct the operations of the Club, including the power to sign such papers as may be required by that office or as instructed by the Board of Directors, and the power to appoint, supervise and discharge the professional staff of the Club. In this connection, the Executive Director shall manage the affairs and direct the work and employees of the Club, subject to, and in accordance with, the instructions of the Board of Directors; shall be authorized to incur expenses in



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accordance with the approved budget; shall make such reports and recommendations to the Board of Directors at Board meetings concerning the work and affairs of the Club which are desirable for their information and guidance; shall build partnerships and create collaborations within the community and business sector; and shall perform such other duties as are incident to the office of the Executive Director. The Executive Director shall be an ex officio non-voting member of all Board committees.

SECTION 6. The Executive Committee shall assist the President in making decisions between State Board meetings and shall perform other duties as assigned to it by the State Board. The Executive Committee shall report its actions to the State Board at the Board meeting following those actions. The Executive Committee shall have the powers of a Committee of the Board under Colorado law, except that the Executive Committee shall take only such action as, in the opinion of the President, cannot practicably be deferred to a special or regular Board meeting. The President shall report any such Executive Committee actions at the next Board meeting.

### **ARTICLE V. AMENDMENTS**

The by-laws may be amended at any meeting of the Board of Directors by a majority vote of all members of the Board, provided that the text of the proposed amendment or amendments has been mailed to all directors at least ten (10) days before the meeting.

### **ARTICLE VI. STATE COUNCIL**

SECTION 1. The state committees to be represented on the State Council shall be designated by the Board at the first meeting of each year. The state committees so designated shall select a representative by a process determined by each designated state committee. Committee representative vacancies shall be filled by the respective designated state committee.

SECTION 2. State Council members, or a Group council if a Group State Council member fails to do so, or a designated state committee if a designated state committee representative fails to do so, may designate any member of the Club to act as a proxy for a State Council member at any meeting of the State Council. All forms of proxy designation must conform to rules set from time to time by the Board. Any proxy holder must be a member in good standing of the Colorado Mountain Club.

SECTION 3. Any motion concerning Club policy approved by the State Council shall be considered by the Board. Such motions shall be presented to the President for inclusion on the agenda of a future Board meeting as soon as such inclusion is practicable.

SECTION 4. In addition to electing the Board Directors, the State Council shall:

- a. Encourage communication and cooperation among the Groups of the Club and between the Groups and the state organization;



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- b. Advise the Board on policy issues and Group concerns;
- c. Periodically review the goals and objectives of the Club consistent with the purpose of the Club as noted in its mission statement;
- d. Review and recommend changes in the programs of the Club consistent with its mission;
- e. Review and evaluate the overall performance of the Board;
- f. Recommend long term goals for state committees;
- g. Select the location and make arrangements for the Club's annual meeting with the advice and consent of the President.

SECTION 5. Regular meetings of the State Council shall be held at least twice each year as determined by the State Council with advice and consent of the President.

SECTION 6. Any member of the Club may attend meetings of the State Council and with the permission of the State Council shall be entitled to speak at such meetings. Only State Council members shall have a vote.



## COLORADO MOUNTAIN CLUB OPERATING POLICIES 1938 TO PRESENT

**An operating policy is meant to guide activities on a continuing basis, rather than to deal with a specific situation.**

### American Mountaineering Center

- All lease agreements must be approved by the executive directors of both the CMC and AAC. All leases must provide a certificate of insurance for liability insurance of at least \$1,000,000, naming both the CMC and AAC. Any lease fee is acceptable for unfinished space. Leases shall be at market rates for finished space. Any outdoor-oriented education/recreation or conservation/environmental organization may receive a discount from the market rate of 10%. [*passed October 1996*]

### Computers

- Groups shall be allowed to post their own dues rates on their own Web sites, with no comparison to other groups. [*passed January 2000*]
- Regarding World Wide Web sites, there shall be no article reprints unless the author has given permission. There shall be no phone numbers without the prior approval of the number's owner. [*passed July 1996*]

### Conservation

- The CMC supports the creation of a Front Range Trail. [*passed April 2002*]
- If a user fee program for public lands recreation is passed, the CMC believes that the program must recognize the following concepts: fee programs should be developed to meet short-term needs and not be intended to offset appropriated base funds; fees should be flexible, convenient, and coordinated amongst agencies when appropriate; fees should not result in increased infrastructure unless the agency is capable of adequately funding its maintenance in the long-term with base appropriations; fees should not preclude the enjoyment of our nation's wild places by lower income individuals; and fee programs should be designed to avoid the creation of a commercial atmosphere on public lands, which is enhanced by private involvement in recreation management. Additionally, a recreation user fee program for public lands must also meet, at a minimum, the following operational criteria: does not offset federal funding; limits the number of agency sites/projects under the program; requires agencies to develop program and site plans including goals, objectives, and timelines to be met with fee monies; requires agencies to coordinate fee programs; requires that funds are returned to the resource; requires that the public has input into the development of fee programs and that the agencies provide progress reports to the public; waives fees, in part or in total, for low-



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income individuals and volunteers; is cost-effective (25% or less for administrative overhead including administrative costs that are passed on to a contractor); requires agencies to undertake an analysis of displacement effects before fee projects are instituted; requires that fee projects have defined expiration dates; requires that fee projects stop once the budget backlogs or site objectives are met, or the expiration date is encountered; suspends an agency's authority to collect fees if it fails to meet any of the criteria; and limits the use of collected funds to the following acceptable uses and specifically disallows use of collected funds for the following unacceptable uses:

Acceptable uses for fee monies: maintenance, education/interpretation/enforcement, prevention/mitigation of recreation –related impacts, one-time development of recreation/travel management plans, and recreation-related research.

Unacceptable uses for fee monies: capital construction and capacity enhancement, full-time permanent employees, marketing, and general planning. *[passed July 2001]*

- Travel management policy: Motorized and mechanized travel should be restricted to designated roads and trails under a “closed unless marked open” policy. All federal lands should be managed under an up-to-date travel management plan. Motorized vehicles should not be allowed to travel in roadless areas greater than 1,000 acres in size. Agencies should reduce the travel system to a point where they can adequately maintain travelways, provide adequate monitoring and enforcement, and otherwise be in compliance with EO11989 as amended. User-created routes should be included in the official road system only after a careful and thorough analysis, incorporating public input. Agencies should make decisions regarding the closures and openings of travelways after considering the following criteria, included but not limited to; historic use, environmental impacts, need or demand, ease and cost of maintenance, and degree of fragmentation. *[passed April 2001]*
- The CMC may engage in direct and grassroots lobbying activities as defined by the IRS Lobbying Regulations. The CMC will be an electing organization subject to the section 501(h) expenditure test. The Conservation Director, and/or State Conservation Committee, may, on their own motion, lobby legislative bodies on legislative issues deemed to be of interest to, or to have a potential impact on CMC issues. “Legislative issues are defined as congressional or state legislative bills; county or municipal ordinances. “Legislative bodies’ are defined as US Congress; State Legislature; County Commissions; municipal government councils. Lobbying without prior approval will be confined to those issues where the CMC has taken previous positions either by Board approved policy; past precedent; or the issue in question is similar to other past issues where the CMC has taken as position. On order to lobby on new issues, approval from the CMC President will be required. In addition, authority to lobby on ballot initiatives must be received in advance from the President and Executive Director. The Executive Director shall be notified of all lobbying activities when they occur.



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CMC regional groups may lobby on conservation legislative issues with prior approval from the State Conservation Committee; Committee Chairman; or Conservation Director. Lobbying on any non-conservation issue at State or group level will require prior approval from the President or Executive Director.

A cap of 3% of anticipated gross revenues will be set on all lobbying, and per IRS regulations, to include staff time at an hourly rate; printing and postage costs, including both alert flyers and references to lobbying in CMC publications. The CMC Controller will be responsible for accounting records for all lobbying done by the CMC. On a quarterly basis, the Controller will be furnished with a report for lobbying done by the Conservation Committee or other State-level CMC entities. Reports done by regional CMC groups on conservation lobbying will be furnished at least twice a year to the Conservation Director. Reports done on non-conservation issues by Groups will be provided directly to the Controller. Expenditures that exceed the cap must be approved in advance by the Executive Committee. *[passed April 2001]*

- The CMC advocates that the Guanella Pass Road remain a back-country road at substantially its present width rather than become a paved and widened highway as proposed by the Federal Highway Administration (FHA). CMC feels that improvements should be limited to those necessary to ensure safety and environmental erosion control. *[passed June 1999]*
- The CMC reaffirms its endorsement of the Colorado Canyon Lands Wilderness Legislation as proposed by the Colorado Wilderness Network. *[passed January 1999]*
- Fixed Anchors in Wilderness Areas Policy Position: The CMC supports the integrity of the 1964 Wilderness Act and opposes an effort to weaken the protection and preservation of the wilderness resources. The CMC supports the 1989 Regional Forest Service wilderness guidelines: “In most issues between the biophysical wilderness resources and human desires, the resource and its preservation will be given priority...”

General Principles: Rock climbing is a legitimate use of public lands and should be allowed in wilderness areas as long as it does not undermine wilderness values. Although “clean climbing” should always be the preferred method, permanent fixed anchors must sometimes be used for rappel anchors to ensure climber safety. Permanent fixed anchors are defined as bolts, cables, pitons, or any other permanent climbing device. Within designated wilderness areas, or areas otherwise protected for their wilderness values, climbing, including the use of fixed anchors, should be subject to the same standards as other recreation activities to ensure the preservation of wilderness characteristics of these lands. Land management agencies should work to protect wilderness values and accommodate climbing and other recreational activities consistent with wilderness values.

Local participation: As the popularity of climbing changes and the need for fixed anchors varies, the appropriate use of fixed anchors should be determined at each



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site through a process of public input and planning. Input should include that from the local land managers, the climbing community, and the conservation community. Land managers should use education and other “soft” management approaches to minimize the use of fixed anchors and other climbing impacts. The climbing community can play an important role in educating its own members in this regard.

**Environmental considerations:** The use of fixed anchors should be minimized to the extent necessary, substantially unnoticeable, and an insignificant impact on wilderness characteristics and values. Local land management agencies should restrict or prohibit climbing and the use of fixed anchors in areas of environmental sensitivity.

**Existing fixed anchors:** Existing fixed anchors which are deemed as infringing on wilderness aesthetics or other values should be camouflaged or removed as determined by the local land manager in consultation with the climbing community. Where appropriate and necessary, the replacement of fixed anchors by climbers should be allowed in designated and proposed wilderness. The process for determining the need for anchor replacement should be established by the local land manager, but should be expedient for the purposes of safety. *[passed October 1998]*

- The CMC reaffirms its commitment to Leave No Trace, and the Board delegates to the Public Lands Policy Steering Committee the responsibility to develop and implement better compliance with LNT principles throughout the Club. *[passed October 1998]*
- Sets specific dollar limits, calculated as a percentage of a charity’s total exempt purpose expenditures, on the amount public charities electing to follow this method may spend to influence legislation without incurring penalty taxes or losing their exempt status. *[passed April 1997]*
- Statement on Off-Road Use of Vehicles *(passed April 1997)*
  1. The CMC supports the Wilderness Act’s prohibition of “mechanized modes of transport,” from entry into designated wilderness areas. The CMC recognizes mountain bicycles as being a mechanized mode of transportation.
  2. The CMC opposes the use of motorized vehicles, including snowmobiles, on all trails on public lands that are not specifically designated for motorized use. The CMC will not ask for closure of motorized trails that are designated as such by the managing public lands agency as of this date, unless future evidence indicates that there is significant on-going environmental damage or user conflicts resulting from the motorized use. The CMC opposes the opening, building, or designation of new motorized trails unless: 1). the trail is determined to be appropriate for motorized use through completion of an environmental analysis, review, and implementation process; and 2). the trail must be officially signed as open to motorized use. The process must be



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conducted by the managing public lands agency and include the application of objective criteria to assess whether or not environmental quality can be effectively maintained and whether safety and enjoyment of all users can be protected. A public review and comment procedure involving all interested parties must follow the analysis. On trails where no negative environmental impacts will occur and motorized use is approved by the land use agency, regular (no less than annual) monitoring for environmental damage or user conflicts must be implemented by the managing public lands agency. Where significant environmental damage or user conflicts occur as determined by the managing public lands agency, the trail must be closed to vehicles unless effective corrective regulations are enforced. *[passed April 1997]*

- Since the Colorado Mountain Club is the premier organized user of the Colorado back country, and the concept of “Leave No Trace/An Outdoor Ethic” parallels the basic concept which the Colorado Mountain Club needs to follow now and in the future, the Colorado Mountain Club wholeheartedly supports and pledges to carry out the concepts of Leave No Trace. *[passed April 1997]*
- The CMC will only sponsor expeditions that will leave the alpine environment clean. *[passed October 1984]*
- The CMC supports a permanent EPA veto of the Two Forks project. *[passed 1980s]*
- The CMC shall be a named party plaintiff in any administrative or court action brought to enjoin mining activity in the Uncompahgre, Weminuche or Wilson Mountain Primitive Areas. *[passed April 1973]*
- The CMC opposes the use of dune buggies in the Sand Dunes National Monument. *[passed July 1968]*
- The CMC is in favor of regulating billboards along interstate highways and desires to designate scenic areas on which there will be no billboards. *[passed January 1965]*
- The CMC promotes the preservation of remaining areas of outstanding scenic, ecological, or wilderness value, the protection of vanishing species of wildlife and plants, and promotes measures designed to control stream and air pollution, billboards, or other threats to the scenic value of the region. The CMC also promotes the development of public outdoor recreation facilities in areas where such facilities will not conflict with the above provisions. The CMC promotes trails, roads, and rights-of-way giving access to all public lands used for outdoor recreation activities, provided that such use is not inconsistent with the above provisions. *[passed April 1964]*
- The CMC wishes to preserve the present, semi-primitive nature of the Brainard Lake-Indian Peaks Region of Roosevelt National Forest. *[passed July 1960]*
- The CMC believes that rights of ingress and egress to public lands be given



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consideration and that areas of high scenic and recreation value be closed to grazing. *[passed September 1947]*

- The CMC opposes the sale or transfer of federally owned marginal or scenic lands either to states or to private individuals. *[passed April 1947]*

### Director's Guidelines

- Rules on Proxies: *[passed January 1997]*
  1. Each proxy holder may only carry one proxy at a Board meeting. Current Directors may not carry proxies. The intent is to limit each participant to one vote.
  2. Proxy holders need not be from the same Group as the Director or the Group Council issuing the proxy, unless same Group membership is required by Group Council.
  3. All proxies shall be in writing and signed by the Director of the Group Council designee who is issuing the proxy. The proxy will specify the Board meeting for which it is to be used. The proxy must be given to the Corporate Secretary. Although the proxy may be given to the Corporate Secretary at a Board meeting, it is recommended that the proxy be sent to the Corporate Secretary in advance of the meeting. The requirement for a proxy in writing shall be waived by telephonic notification of the CMC President, President-elect or Secretary by the Director giving the proxy.
  4. A list of individuals who are holding proxies shall be reported at the beginning of each Board meeting. If a proxy arrives after the beginning of the meeting, it will be reported by the Corporate Secretary when the proxy is submitted.
  5. If a proxy has been issued but the Director is able to make the Board meeting, the Director shall take the place of the proxy holder at the Board meeting.
  6. Insofar as practicable, the proxy shall be given to a CMC member who is knowledgeable on the issues that the Board is considering and who has attended past Board meetings.
  7. CMC's use of proxies shall be in conformance with the Colorado Revised Statutes 7-128-205 (4).

### Education

- **Education Department Refund Policy:**

Sorry no exceptions: No refunds will be issued for cancellations unless requested at least 1 week prior to the first class.

A 50% refund will be granted for cancellations requested more than seven days prior to the first class. If the CMC cancels a class for any reason, a full refund will be issued. *[passed December 2004]*

### Financial



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- All CMC funds must be held in accounts bearing the CMC name and using the CMC's federal tax identification number. *[passed April 2005]*
- All debt incurred in excess of \$10,000 must be approved by the Board of Directors. This includes long-term leases of buildings or equipment. *[passed April 2005]*
- All contracts signed on behalf of the CMC in excess of \$1,000 or in excess of 3 years must be filed with the CMC Controller. *[passed April 2005]*
- From time to time, and at least every five years, the board directs a study of dues charged by other Colorado recreation groups. The study should include dues rates, levels of dues or memberships, and at least a general overview of services provided in return for payment of dues. The first such study will be done in 2003. *[passed July 2003]*
- The Finance Committee shall create a financial contingency plan annually. *[passed April 2003]*
- The Treasurer is required to review the amount of cash held in certificates of deposit on a monthly basis and is authorized to move cash into alternative, federally insured deposits whenever the cash held in certificates of deposit exceeds the federal limit. *[passed July 1996]*
- The auditor's management letter shall be issued to the Board of Directors immediately following completion of the annual audit. *[passed July 1996]*
- The Club will conduct an annual audit by an outside firm. *[passed July 1995]*
- The use of Visa and Mastercard is authorized for the payment of membership fees and bookstore sales. *[passed September 1993]*
- The Finance Committee shall implement a prudent investment strategy for investing excess cash in bank certificates of deposit or money market funds of high quality and proven security, and that procedures for control over allocation and movement of such funds be established by the State Treasurer and the Finance Committee. *[passed July 1990]*
- The bookkeeper is authorized to make telephone transfers of funds between CMC bank accounts. *[passed January 1987]*
- All outings expenses must be processed through the CMC bookkeeper. *[passed July 1968]*
- The Treasurer is to notify the President immediately when the income or expenditures for any line item are out of line. The president can then take whatever action he feels is necessary, and notify the Directors at the next meeting. *[passed January 1966]*
- The CMC shall establish a reserved fund for publications. *[passed April 1962]*
- The CMC shall establish reserved funds for cabins, expeditions, and a clubhouse. *[passed March 1962]*



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- Life membership fees will be invested in a perpetual endowment fund. *[passed January 1941]*
- **Fund Raising**
- All corporate sponsorships must be with corporations whose demonstrated values and actions are compatible with the CMC, including a commitment to conservation and responsible use of the outdoors. *[passed June 1999]*
- The funds development committee will obtain the approval of the Board of Directors for any contracts which it negotiates with any sponsors that involve the use of CMC name, logo, or membership roster. *[passed June 1999]*

### **General**

- The CMC does not condone placing plaques or other memorial on peaks without prior government permission. *[passed January 2004]*
- All Departments and State Committees having a significant fiscal impact on the Club must have an updated, Board-approved strategic plan in place. In addition, all such Departments and Committees must include the Executive Director, Controller and Finance Committee Chairs, as well as any other Board member requesting minutes, on mailing lists for meeting minutes. Draft plans must be submitted by no later than January 10<sup>th</sup>, to be reviewed by the board at its January meeting. *[passed October 2002]*
- All persons participating in CMC activities are expected to treat all other with respect and concern. The CMC will not tolerate abusive, sexually harassing, or discriminatory actions or communications. Anyone experiencing or witnessing such behavior is invited to submit a written complaint to the CMC Executive Director or President for investigation. Consequences of inappropriate behavior may include a verbal warning, written warning, suspension, or expulsion from the CMC. *[passed January 2000]*
- The Leave No Trace Inc. logo will be added to The CMC letterhead. *[passed April 1997]*

### **Insurance**

- Insurance policies will only be procured from companies with an A.M. Best rating of at least B++. *[passed October 1995]*
- Liability insurance shall be maintained at all times. *[passed January, 1951]*

### **Legal and Risk Management**

- There shall be no charge at any CMC event where alcohol is served, unless alcohol is served by an entity that has a liquor license and liquor liability coverage. *[passed July 2003]*
- The Colorado Mountain Club may engage in social activities that (1) take place in a restaurant, café, theater, arena, stadium, auditorium, classroom, home, condo,



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apartment, office, hotel, meeting room, the American Mountaineering Center, a Group's clubhouse or regular meeting place, or any other indoor location except a climbing gym; or (2) take place on any public playground, picnic area, volleyball court or athletic field. Activities satisfying the foregoing definition of 'social activities' are not required to have an approved CMC leader or comply with CMC's safety and leadership policies. Activities not satisfying the foregoing definition of 'social activities' must have an approved leader and comply with CMC's safety and leadership policies."

*[passed October 2002]*

- The Colorado Mountain Club shall not engage in the following activities:

Power boating and water skiing;

Flying, skydiving, parasailing, hang gliding, or any other activity involving any type of airplane or aircraft( this policy does not prohibit travel to or during CMC activities via any form of commercial aircraft);

Caving or spelunking;

Hunting, archery or shooting;

Snowmobiling with the exception of snow coaches;

Motorcycling;

ATV riding;

Bungee jumping;

Scuba diving;

Any activity that in the opinion of the CMC's Legal and Risk Management Committee is not covered by the CMC's liability insurance policy;

And any activity that the CMC's Board of Directors determines presents an unusual or excessive risk of injury, damage or liability. *(passed October 2002)*

### Additional Prohibited Activities:

Dog sledding;

Swimming, snorkeling; and

Rollerblading. *[passed April 2003]*

### Memberships

- Each group shall be limited to five courtesy memberships per year. *[passed March 1996]*
- CMC maintains a computerized database of member information, including addresses, membership status, trip and school participation, and related information. CMC members' privacy is to be respected at all times. All information in the database is to be used only for authorized CMC purposes. Requests for



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information should be made in advance of actual need (at least 48 hours if possible).

1. **Requests for General Statistics.** CMC staff is ready to assist authorized CMC volunteers with reasonable requests for general statistical information from the database. Such information will normally be provided in standard, pre-designed report formats.
2. **Requests for Information on Specific CMC Members.** Access to database information concerning specific CMC members is permitted only to authorized CMC members in elected or appointed positions with reasonable need for such information. Access to such information is only permitted by advance arrangement with the Executive Director or the Membership Services Director. If a CMC member disagrees with a decision not to provide access to the information, the member may seek a determination from the CMC State Board.
3. **Database Changes.** To preserve accuracy of the database, changes to the database (such as changes in leader or hiker classification) may be requested or made only by CMC staff and CMC volunteer positions authorized in writing by the State President, State Board, Group Chair or Group Council to make such requests or changes. *[passed April 2001]*

### Outings/Adventure Travel

- Change of name to Adventure Travel (July 2004)
- Approval of an Educational Study Tours program *[passed April 2002]*
- Downhiller Exceptions *[passed October 2001]*
  1. The \$25 minimum Outings fee does not apply to Downhillers' trips.
  2. Downhillers may charge a 10% guest fee to non-members.
  3. The Outings policy setting a minimum amount below which refunds will not be given does not apply to Downhillers' trips.
- An outing is any activity in which some or all of a leader's expenses are borne by the participants. *[passed November 2000]*
- Outings should normally be processed through the Outings Committee but may on occasion be processed through other entities. Any outing that is approved by an entity other than the Outings Committee must be reported to the Outings Committee and comply with all Board-approved Outings Committee policies. *[passed November 2000]*
- An outing leader must be a CMC leader. *[passed November 2000]*
- An outing leader shall not run an outing through any travel agency or outfitter in which he or she (or his/her immediate family) has an ownership interest, and shall not run an outing for a personal profit. *[passed November 2000]*



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- An outing leader shall be granted a free trip from the trip budget if there are at least 15 outing participants. If fewer, then the leader is reimbursed at the rate of 10% of the trip cost per participant. Exceptions may be allowed on a case-by-case basis. *[passed October 2004]*
- At the time an outing is approved, a copy of the outing budget will be sent to the CMC Controller. *[passed November 2000]*
- A trip fee of 15%, or a minimum of \$50, shall be added to all trip funds paid through the CMC, effective immediately unless the trip is currently approved. *[passed October 2005]*
- Non-members will be charged an additional 3% guest fee (excluding airfare) in addition to the CMC outings fee. *[passed November 2000]*
- Participants shall submit payments for outings made payable to the CMC. *[passed November 2000]*
- Participants must purchase their airfare directly and not through the CMC or outing leader. *[passed November 2000]*
- All outing leaders should notify prospective participants of the cancellation policy prior to outing registration. *[passed November 2000]*
- All outings cancelled by the outing leader or CMC before the outing departs shall result in a full refund to participants, including any non-refundable deposits. *[passed November 2000]*
- Should a participant need to cancel, every effort will be made to refund that person's share of recoverable costs, less the non-refundable deposit, as stated in the trip-specific cancellation policy. *[passed November 2000]*
- The CMC will not cover a leader's expenses for an under-budgeted outing. *[passed November 2000]*
- If an Outing costs less than the amount originally charged, after subtraction of the outing's fee and all costs, the remaining funds shall be deposited in the CMC General Fund. *[passed October 2004]*
- If an outing costs less than the amount originally charged, after subtraction of the outings fee and all costs, the participants shall be refunded the extra cost if such refund amounts to more than \$60 per person. Undistributed, leftover funds from any outings shall be deposited in the CMC General Fund. *[passed November 2000]*
- The final outings financial statement must be received by the CMC Controller no later than 60 days after the end of an outing. *[passed November 2000]*
- The Outings Committee can request that the Finance Committee conduct an audit of the finances of selected outings. *[passed November 2000]*

### Peak Registers



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- The CMC will endeavor to maintain registers on peaks, especially 14ers. [*passed October 1980*]

### Publications

- All trip entries will be submitted using electronic media supplied by the Publication's Department. Entries submitted past the deadline may not be in the Activity Schedule if the timing is such that a delay in the publishing and subsequent delivery will not be done on time. [*passed January 2004*]
- Publications of the Colorado Mountain Club, including group and section newsletters, websites and email may not accept advertising for a non-official CMC activity or event that states or implies that the activity or event is sanctioned or approved by the club. This includes, but is not limited to, CMC members or leaders referring to their membership or leadership position in such an ad or stipulation that CMC members have priority. [*passed October 2003*]
- CMC publications are intended to include and publicize only CMC trips, activities or events, and shall not include or publicize non-CMC trips, activities or events. This policy does not apply to (i) paid advertising (which is obvious or identified as such), (ii) feature articles, (iii) lectures, meetings, conferences or seminars, or (iv) trips, activities or events of partner organizations if approved by the Executive Director.

For purposes of this policy, "CMC" means the Colorado Mountain Club including any Group, section, committee, subcommittee or other subdivision thereof. "Publications" includes Trail and Timberline, Activity Schedules, newsletters, websites, or any other printed or electronic media. "CMC trips, activities or events" are those conducted or sponsored by the CMC in accordance with CMC policies and procedures.

[*passed April 2003*]

- No changes shall be made to the CMC logo without Board approval. [*passed July 1996*]
- CMC publications and publicity shall use moderate and constructive language in dealing with government agencies and their employees whose policy interpretations at times may conflict with those of the CMC. [*passed July 1975*]

### Safety & Leadership

- Dogs are not permitted on most CMC hikes except when listed in the Activity Schedule as a "Doggie Hike." [*passed October 2002*]
- Since the Colorado Mountain Club is the premier organized user of the Colorado back country, and the concept of "Leave No Trace/An Outdoor Ethic" parallels the basic concept which the Colorado Mountain Club needs to follow now and in the future, the Colorado Mountain Club wholeheartedly supports and pledges to carry out the concepts of Leave No Trace. [*passed April 1997*]



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- The CMC shall not rent avalanche transceivers. *[passed July 1996]*
- Students and instructors in schools and all participants in CMC climbs rated 4 and above in the Yosemite system are required to wear helmets. *[passed April 1990]*
- The following safety guidelines will be followed on all CMC trips and for all CMC leaders:
  1. There will be a minimum of four participants per trip.
  2. All trip participants must sign a liability waiver.
  3. Each group shall ensure that all leaders meet CMC requirements and are kept informed of current CMC policy for leaders. *{passed October 2004}*
  4. All trips and leaders shall be approved by each group prior to submission for group schedules. *{passed October 2004}*
  5. Each trip must have a designated rear leader.
  6. Any leader named in a legitimate written complaint may be suspended until investigation is completed by the group or state safety committee. Investigations must be completed as promptly as possible. *{passed October 2004}*
  7. One or more verifiable complaints may result in permanent leader suspension within all CMC groups.
  8. The CMC Executive Director and CMC Safety & Leadership Chairman shall be notified by the group chairman of any leader suspended from that group. *{passed October 2004}*
- All trip guests must sign a release of liability form. *[passed October 1986]*
- The leader of any CMC-scheduled trip on which there is a fatality or serious injury will be temporarily suspended from leading trips, pending a prompt investigation of the accident. *[passed October 2004]*
- Leaders will be assigned to trips on the basis of leadership skills demonstrated on CMC trips of a type similar to that of the type being led. *[passed October 1975]*
- Sufficient leader records will be maintained by each group to assure that only qualified leaders are assigned to trips. *[passed October 1975]*
- Each leader is responsible for the safety of his party and will have commensurate authority. *[passed October 1975]*
- Trips can be questioned by the group's safety chair if trip descriptions contain omissions or inaccurate information, if trips are unsafe, or are scheduled for too short a period of time. *[passed October 1974]*
- The safety committee is encouraged, within the limits of good judgment concerning possible litigation, to report accidents in T&T for educational value, and to report them to the AAC. *[passed July 1973]*



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- The CMC does not tolerate the drinking of intoxicating liquor on the part of drivers of automobiles on CMC trips. *[passed April 1942]*

### Tax-exempt Status

- The CMC will not conduct any activities that involve influencing legislation, participating in a campaign for or against candidates for public office, or advocating for the attainment of an objective that can only be achieved by the enactment or defeat of legislation. *[passed April 1994]*

### Toponymics

- The use of geographic place names in Colorado shall be limited to those connected with Colorado history, those of local significance, or honoring only those persons directly connected with Colorado. *[passed September 1945]*

### Trails and Huts

- The State Trails and Huts Committee shall be responsible for the maintenance of the Second Creek Cabin. *[passed January 1990]*

### Trips

- In order to assure continued compliance with Forest Service guidelines and to encourage new memberships, no CMC group shall assess and collect guest fees *[passed July 1998]*
- The following information is required in all trip descriptions: trip name, classification (either A-E, Yosemite Decimal System, or Easy-Difficult), general trip description, round trip distance to be traveled, elevation gain, party size limit, trip leader name, trip leader's phone number, special participant requirements, special equipment requirements, name of the topographical map for the trip area, and any pre-trip meeting information. *[passed October 1974]*
- Last minute trip substitutions are acceptable, if equal to or less than the difficulty level of the original listed trip. Participants must be notified of these changes in advance. *[passed October 1974]*
- Exploratory trips are encouraged provided that their purpose is stated in the trip description with an estimate of what might be expected and that participants are carefully screened. *[passed October 1974]*
- The CMC shall coordinate the planning of the summer and winter schedules to avoid excessive numbers of people in an area. *[passed October 1972]*

### Volunteer Recognition

- The Blaurock Award criteria are that the recipient must have invested a substantial amount of effort in CMC activities, resulting cumulatively in a significant improvement to the Club. *[passed July 2001]*
- The Ellingwood Mountaineering Achievement Award would be given to those members who best reflect the CMC's climbing ethics, demonstrate and teach strong



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climbing skills, and who push the boundaries of climbing accomplishments in Colorado and around the world. [*passed January 2002*]



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### • COLORADO MOUNTAIN CLUB JOB DESCRIPTIONS

#### President

1. Chair the State Board meetings and perform all other functions set forth in the CMC Constitution and Bylaws: “The President shall be the chief executive officer of the Club and shall exercise the usual powers of such office. In particular, he or she shall preside at all meetings, shall call special meetings of the Board of Directors, shall fix the date, hour and place for all regular and special meetings of the Board, shall appoint all committees and administrators of Club activities and shall carry on the business of the Club as directed by the Board of Directors and as provided in the constitution of this Club and in these by-laws. He or she shall be an ex-officio member of all committees. All appointments made by the President shall be reported to the next following meeting of the Board of Directors and shall be confirmed or rejected by the Board.”
2. Provides leadership to the Board of Directors, acting with vision, detachment, impartiality, and caring.
3. In consultation with the State Board and Executive Director, and with timely notice and opportunities for input by other CMC state volunteers, set the date, location and agenda of the State Board meetings.
4. In consultation with the Past President and State Council Planning Committee, set the dates and locations for the State Council meetings (including the CMC Annual Meeting) during the President’s term as well as for the following year.
5. At the first Board meeting of the President’s term, nominate two Board Directors to serve with the President, President-Elect and Past President on the Executive Committee.
6. At the first board meeting of the President’s term, facilitate election of State Committees to the State Council.
7. Select Nominating Committee Chair and members; provide timely notice to State Council for ratification of Nominating Committee at Spring State Council meeting. Provide direction to the Nominating Committee Chair with respect to due dates, constitutional requirements, etc. Assist with recruitment of new Board members.
8. Ensure that the Nominating Committee has a report for Director nominees ready for mailing no later than 10 days before the Fall State Council meeting.
9. Ensure that the Nominating Committee has a report for Officer nominees ready for mailing no later than 10 days before the January State Board meeting.
10. Ensure that the annual budget for the fiscal year following the President’s term is timely submitted and voted on by the State Board; work with the Treasurer and Finance Committee to encourage input and comments from a wide spectrum of CMC volunteers.



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11. Chair the Executive Committee and convene meetings of the ExComm as needed to decide issues that cannot be practicably deferred to a regular or special Board meeting. Ensure that decisions are done by majority vote of the ExComm. Also receive informal input from the Executive Committee before taking any action between Board meetings that could conceivably be controversial.
12. Keep the Board regularly updated of actions and matters between Board meetings, including all ExComm action. Err on the side of providing the Board with too much information rather than too little. Provide regular between-meeting status reports to the Board, with copies to State Council representatives, State Committee Chairs, and Group Chairs.
13. At end of each year (last January Board meeting), determine whether any Board members have missed more than 50% of Board meetings in the year and must thus be removed (unless Board votes to retain them); announce such information to the Board for appropriate action.
14. At beginning of year (before first Board meeting of year), in consultation with the Executive Committee, conduct a performance review of the Executive Director's performance during the past year, and set goals for Executive Director for the coming year; review and goals to be reviewed by the Board in executive session at the January Board meeting.
15. Work with State and Group Safety & Leadership Committees to investigate any serious safety or behavior issues.
16. Ensure that the CMC is operating in a fiscally, legally, and ethically appropriate manner.
17. Take an active role in fund raising.

**Vice President** 1. (From CMC Bylaws) "If the President is absent from any meeting, the vice president shall preside. If the President is unable to act for any reason, or is absent from the State of Colorado for a prolonged period, the vice president shall carry on the business of the Club in the place of the President."

2. Work in conjunction with the president to schedule and plan a State Board planning session/retreat.

3. Serve on the Executive Committee.

4. Carry out special assignments as requested by the President.

5. Chair the State Council Planning Committee.

6. With the State Council Planning Committee and advice and consent of the President, set the date, location and agenda of the State Council meetings, including the Fall State Council Meeting and Annual CMC Meeting.

7. Assist the Executive Director with orientation of new board members.

**President-Elect (Position eliminated in 2004)**



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1. (From CMC Bylaws) "If the President is absent from any meeting, the President-elect shall preside. If the President is unable to act for any reason, or is absent from the State of Colorado for a prolonged period, the President-elect shall carry on the business of the Club in the place of the President."
2. Schedule a State Board planning session/retreat in the fall or winter preceding the President-Elect's term as President.
3. In consultation with the President and State Board, be prepared with an agenda for the second half of the January Board meeting at which the President-Elect assumes the office of President.
1. In consultation with the President and State Board, set the dates and locations for the State Board meetings to be held after the President-Elect assumes the office of President.
2. Serve on the Executive Committee.
3. Carry out special assignments as requested by the President.

### **Past President (Position eliminated in 2004)**

1. Chair the State Council Planning Committee.
2. With the State Council Planning Committee and advice and consent of the President, and in consultation with the President-Elect and State Council, set the date, location and agenda of the State Council meetings, including the Fall State Council Meeting and Annual CMC Meeting.
1. Assist the Executive Director with orientation of new board members.
2. Serve on the Executive Committee.
3. Perform other assignments as requested by the President.

### **Secretary**

1. (From CMC Bylaws) "The Corporate Secretary shall have custody of the seal of this Club, shall sign all legal documents requiring such signature, shall keep records and minutes of meetings of the Board of Directors, or should the Board appoint a recording secretary, shall supervise the writing of the minutes and shall sign the same, and shall perform such other duties as the Board of Directors may, from time to time, direct. If both the President and President-Elect are unable to preside or act, for any reason, the Corporate Secretary shall assume the duties of chief executive officer of the Club, as outlined in Section 1 above, until the President and President-elect resume their duties or the Board selects replacements."
2. Take and prepare minutes of each State Board meeting. Maintain all Board records



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and ensure their accuracy and safety.

3. Submit the proposed minutes at least ten days before each subsequent State Board meeting, and preferably as early as possible.
4. Keep the CMC Constitution, Bylaws and Operating Policy documents up to date and accurate, reflecting the most recent revisions by the Club and Board.
5. Work with the Group & Member Services Committee, Computer Committee, and staff to get CMC governing documents (minutes, constitution and bylaws, policies, etc.) online and updated as needed.
6. Take an attendance roll at each meeting of the Board.
7. Prepare attendance report for the President after the October Board meeting, for the President's use in determining Board member required attendance.

### Treasurer

1. (From CMC Bylaws) "The Treasurer shall have custody of the moneys and investments of the Club, shall keep or supervise the keeping of such books of account as the Board of Directors may require, and shall make such reports as the Board may require."
2. Ensure that the annual budget for the fiscal year following the Treasurer's term is timely submitted and voted on by the State Board; work with the President and Finance Committee to encourage input and comments from a wide spectrum of CMC volunteers.
3. Report the financial condition from financial statements and reports prepared by the Controller of the Club to the State Board at each Board meeting, and such other reports as reasonably requested by the President.

### Directors

1. Board Responsibilities - The Board of Directors shall have and exercise the corporate powers prescribed by law. Its primary functions shall be to make policy and to manage the resources of the Club in a sound manner. The Board of Directors shall further determine the general, program, and financial policies and shall have the power to carry out any other functions that are permitted by law or by the Constitution. These powers shall include but shall not be limited to the following:
  - a. Determine the Club's mission and purposes;
  - b. Determine, monitor and strengthen the Club's programs and services; make sure they are consistent with the Club's mission and purposes;
  - c. Review and ratify the Strategic Plan annually;
  - d. Secure adequate resources to fulfill the mission;
  - e. Oversee the effective management of resources. Oversee and approve the



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- budget of the Club and establish policy guidelines for the management of the endowment, all investments, and major fundraising efforts;
- f. Consider and vote on any motions referred to Board by State Council;
  - g. Appoint and remove the Executive Director on such terms and conditions including without limitation, terms relating to compensation and performance as the Board may deem advisable;
  - h. Authorize the purchase, management, and sale of all land, buildings, or major equipment for use of the Club;
  - i. Authorize the construction of new buildings and major renovations of existing Club buildings;
  - j. Authorize on behalf of the Club the incurring of debts and securing thereof by mortgage and pledge of real and personal property both tangible and intangible;
  - k. Authorize any changes in membership fees and all charges within the Club;
  - l. Authorize Officers or agents of the Club to solicit and/or accept gifts or bequests on behalf of the Club;
  - m. Enhance the Club's public image;
  - n. Assess the board's own performance. Establish and implement a board-training program.
  - o. Ensure legal and ethical integrity and maintain accountability.
2. Individual Board members' responsibilities: Dedicated Board members contribute their time, talents and resources. Some general expectations of CMC Directors include:
- a. Know the Club's mission, purposes, goals, programs, services, strengths and needs;
  - b. Respect the work and authority of the Board;
  - c. Understand Directors' role in the Club;
  - d. Attend at least 50% of the Board meetings in a given year or be removed from the Board by the President at the end of that year. Proxies, while strongly encouraged in the event a Director is unable to attend a meeting, shall not count toward fulfilling the 50% requirement. The Board may consider special circumstances and vote to retain a Director who fails to meet this requirement;
  - e. Attend other Board functions, such as special events;
  - f. Participate in at least one State Committee;
  - g. Suggest agenda items for meetings, ensuring that significant policy-related matters are addressed;



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- h. Prepare for Board meetings by reviewing information provided about the Club's performance and operations – especially budgets and financial reports – prior to such meetings;
  - i. Ask timely and substantive questions;
  - j. Maintain confidentiality of the Board's executive sessions and speak for the organization only when authorized to do so;
  - k. Exercise prudence in the control and transfer of funds, faithfully read and understand the organization's financial statements, and help the Board fulfill its fiduciary responsibilities;
  - l. Assist with fund raising activities or committee work, including visits to potential donors;
  - m. Contribute financially to the Club;
  - n. Donate time and other resources without monetary compensation;
  - o. Suggest possible Director nominees to the Nominating Committee, choosing individuals of achievement and distinction who can make significant contributions to the Board and Club;
  - p. Serve in leadership positions or undertake special assignments willingly and enthusiastically;
  - q. Keep up with the trends in the Club's fields of interest;
  - r. Avoid even the appearance of a conflict of interest that might embarrass the Board or the Club, and disclose any possible conflicts to the Board in a timely fashion;
  - s. Bring respect, courtesy, and a sense of humor to Board deliberations.
3. Effective Board member characteristics:
- a. Enthusiasm for the Club;
  - b. Ability to listen, analyze, think clearly and creatively, work well with people individually and in a group;
  - c. Willingness to learn and be open to new ideas;
  - d. Possession of honesty, sensitivity to and tolerance of differing views, a friendly, responsive and patient approach, community-building skills, personal integrity, a developed sense of values, and concern for the Club's development;
  - e. Willingness to prepare for and attend Board and committee meetings, ask questions, take responsibility and follow through on a given assignment;
  - f. Possession of specific skill the Club needs and willingness to use those skills;



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### **Executive Committee**

1. Composition: President, Vice President, and three Board Directors nominated by the President and elected by Board.
2. Purpose: The Executive Committee recommends actions for approval of the full Board and sometimes acts for the Board, within carefully defined boundaries between meetings.
3. Duties:
  - a. Assist the President in making decisions that cannot reasonably await a Board decision. The Executive Committee shall report its actions to the State Board at the Board meeting following those actions;
  - b. Perform other duties as assigned to it by the Board;
  - c. Discuss issues that need preliminary work and refinement before the Board considers them;
  - d. Decide routine matters that do not require full Board disposition;
  - e. Establish and implement a process for assessing the performance of the Executive Director;
  - f. Serve as principal support and sounding board for the Executive Director;
  - g. Members should provide prompt responses to requests for input from the President;
  - h. Members should be reasonably available for Executive Committee meetings, whether in person or by phone.

### **Nominating Committee**

1. Composition: Chair and four other members, at least two of which are current Board members and two of which are neither Board nor State Council members; appointed by President and ratified by State Council in Spring.
2. Purpose: The nominating committee determines the composition of the Board by identifying, recruiting, and proposing Board members.
3. Duties:
  - a. Identify the type of Board members the Club needs;
  - b. Create a plan for identifying prospective members based upon the identified needs;
  - c. Create materials needed for use in cultivation of new Board members;
  - d. Cultivate new Board members;



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- e. Screen and interview candidates;
- f. Recommend candidates to the State Council for approval;
- g. Ensure that the Nominating Committee Report for Director nominees is ready for mailing no later than 10 days before the Fall State Council meeting.
- h. Ensure that the Nominating Committee Report for Officer nominees is ready for mailing no later than 10 days before the January State Board meeting.
- i. Seek input from Officers, Directors, State Council representatives, Group Chairs, State Committee Chairs, and Executive Director in selecting nominees.
- j. Strive for Group diversity in nominees.

### State Council

1. Ratify Nominating Committee Chair and members at the Spring State Council meeting.
2. Elect Board Directors at the Fall State Council Meeting.
3. Select a State Council Planning Committee (chaired by the upcoming Past President) at the Fall Meeting. The Planning Committee is charged with setting dates, locations and agendas for the following year's State Council meetings and Annual Meeting, with the advice and consent of the President.
4. (From CMC Bylaws) "In addition to electing the Board Directors, the State Council shall:
  - a. Encourage communication and cooperation among the Groups of the Club and between the Groups and the state organization;
  - b. Advise the Board on policy issues and Group concerns;
  - c. Periodically review the goals and objectives of the Club consistent with the purpose of the Club as noted in its mission statement;
  - d. Review and recommend changes in the programs of the Club consistent with its mission;
  - e. Review and evaluate the overall performance of the Board;
  - f. Recommend long term goals for state committees;
  - g. Select the location and make arrangements for the Club's annual meeting with the advice and consent of the President."

### State Council Planning Committee

Chaired by the Vice President; other members selected by State Council. By the beginning of each year, set and arrange for publicity of dates, locations and agendas for the following year's State Council meetings and Annual Meeting, with the advice and consent



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of the President.

### **Group Chairs**

1. Notify Executive Director of current Group Officers (including any mid-term changes), with contact information (names, addresses, e-mails).
2. Ensure that Executive Director has current versions of Group constitutions, bylaws and other permanent governing documents.
3. Send copies of Group minutes to Executive Director.
4. Ensure that Executive Director and Controller have Group financial information in a timely manner.

### **Executive Director**

1. (From CMC Bylaws) “The Executive Director shall be the official advisor to, and executive agent of, the Board of Directors. Subject to the approval of the Board of Directors, the Executive Director shall have the authority to manage and direct the operations of the Club, including the power to sign such papers as may be required by that office or as instructed by the Board of Directors, and the power to appoint, supervise and discharge the professional staff of the Club. In this connection, the Executive Director shall manage the affairs and direct the work and employees of the Club, subject to, and in accordance with, the instructions of the Board of Directors; shall be authorized to incur expenses in accordance with the approved budget; shall make such reports and recommendations to the Board of Directors at Board meetings concerning the work and affairs of the Club which are desirable for their information and guidance; shall build partnerships and create collaborations within the community and business sector; and shall perform such other duties as are incident to the office of the Executive Director. The Executive Director shall be an ex officio non-voting member of all Board committees.”
2. Perform in accordance with tasks and goals set forth in yearly performance evaluation and plan.
3. Be responsible for logistics for Board and State Council meetings (room reservation, food, audio-visual, etc.).
4. Be responsible for timely mailing of packets required by CMC Constitution and Bylaws (including ten-day mailing requirements for Board agendas and Nominating Committee reports to State Council).



**COLORADO MOUNTAIN CLUB ACTIVITIES CALENDAR**

- Early January:**
1. Mail formal notice and agenda of first regular State Board meeting (if held on usual date)
  2. Conduct a performance review of the Executive Director in consultation with the Executive Committee, and set goals for this person for the coming year.
- 4<sup>th</sup> Saturday in January:** Preferred date for first regular State Board meeting of year. (Bylaws, Section 2)
- First Board meeting:**
1. Nominating Committee report of officer candidates; receipt of additional nominees from floor; and election of Officers.
  2. Immediately following the election of Officers, the Board of Directors shall decide which Club members' signatures are to be required for withdrawals from the Club checking and savings accounts. (Bylaws: Article 3, Section 6)
  3. Election of three Directors to complete the Executive Committee. (Bylaws: Article 3, Section 8)
  4. Determine five State Committees to serve on State Council for the year. (Bylaws: Article 6, Section 1)
  5. Determine director attendance for the previous year and announce those who have not achieved 50% attendance; discuss Board action to retain or replace these Directors.
  6. In executive session, discuss the performance review and goals of the Executive Director.
- Spring:**
- Spring State Council Meeting (April preferred to avoid conflict with skiing/hiking plans).
1. Ratify the Nominating Committee Chair and members.
- Early April:**
- Mail formal notice and agenda of second regular State Board meeting (if held on usual date)
- 3<sup>rd</sup> Saturday in April:** Preferred date for second regular State Board meeting of year. (Bylaws: Article 3, Section 2)
- Early July:**
- Mail formal notice and agenda of third regular State Board meeting (if held on usual date)
- 3<sup>rd</sup> Saturday in July:** Preferred date for third regular State Board meeting of year. (Bylaws: Article 3, Section 2)
1. Initial presentation of following year's Budget



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- Early October:** Mail formal notice and agenda of fourth regular State Board meeting (if held on usual date)
- 3<sup>rd</sup> Saturday in October:** Preferred date for fourth regular State Board meeting of year. (Bylaws, Section 2)
1. Deadline for vote on following year's Budget
- Fall:** Fall State Council Meeting and Annual CMC Meeting (late October preferred to avoid conflict with hiking/skiing plans and Group annual dinners)
1. Nominating Committee report of Director candidates (must be sent to State Council at least ten days ahead of meeting)
  2. Election of Directors
  3. Select a State Council Planning Committee
- Fall:** Schedule a State Board planning session/retreat for the following year.
- Fall:** Secretary attendance report for the President after the October Board meeting, for the President's use in determining Board member required attendance.



# COLORADO MOUNTAIN PARLIAMENTARY PROCEDURE

## Parliamentary Procedure

### *Basic Meeting Format:*

1. The President begins the meeting and has the secretary determine if there is a quorum (majority of voting Board members).
2. The President asks for any changes to the agenda.
3. The secretary reads the minutes of the last meeting. The minutes are corrected, if necessary, and approved.
4. The reports of the President, President-elect, Treasurer, and Executive Director are heard. All reports are filed without further action unless a motion is presented – then the motion must be approved.
5. Unfinished business is discussed and settled.
6. New motions are discussed and settled.
7. Announcements are made following the conclusion of new business discussions.
8. If there is no further business, the meeting is adjourned. If the Board wishes to adjourn the meeting before all business is completed, the meeting must be adjourned by motion.

### *Handling Motions:*

1. The President recognizes the speaker.
2. The speaker proposes a motion (must be director to make a motion).
3. Another director seconds the motion.
4. The President repeats the motion and the names of the directors making the motion and seconding the motion.
5. Discussion pertaining to the motion is allowed. Discussion must be addressed to the President.
6. The motion may be changed by an amendment made by a director. The amendment must be seconded and voted upon before discussion returns to the main motion.
7. A motion can be made to force an immediate vote (“calling the question” or “to call for a vote”); this requires another director to second the motion. A two-thirds vote of the Board in favor of calling for a vote will close further discussion and require an immediate vote.
8. When a vote has been called or there is no further discussion, the President repeats the motion as amended and conducts a voice vote. If the voice vote is not conclusive, a show of hands is used. If a majority of the Board demands it, the vote may be taken by ballot.



## Rules for Handling Motions

Type of Motion	Requires Seconding	Can be Discussed	Vote Required
To change order of business	Yes	No	2/3
To close nominations	Yes	No	2/3
To enforce rules or program	No	No	No vote, chair rules
To appeal decision of chairman	Yes	Yes	Majority
To present a motion	Yes	Yes	Majority
To table motion	Yes	No	Majority
To take motion from table	Yes	No	Majority
To call for vote	Yes	No	2/3
To refer motion to committee	Yes	Yes	Majority
To amend a motion	Yes	Yes	Majority
To withdraw a motion	No	No	Majority
To ratify executive comm. actions	Yes	No	Majority
To fix time at which to adjourn	Yes	Yes	Majority
To adjourn	Yes	No	Majority



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### COLORADO MOUNTAIN CLUB STATISTICS

	1920	1930	1940	1950	1960	1970	1980	1990	2000
Aspen						73	62	76	90
Boulder	9	94	48	98	159	585	1,444	1,235	1,320
Denver	508	553	355	672	883	2,358	4,217	4,290	4,316
Denver Juniors									4
Denver Wild. Kids									135
El Pueblo						59	95	52	76
Enos Mills							25	21	
Ft. Collins		54	37	44	75	82	150	180	313
Friends of CO								101	170
Glenwood Springs								57	
Gore Range								25	92
Huerfano			20	19	10				
Longs Peak						80	73	44	46
Los Alamos						12			
Pikes Peak	37	83	29	54	113	196	336	448	618
San Juan						56	39	48	72
Shining Mtns								112	367
Weld County								58	35
West Elk								33	
Western Slope					11	31	35	88	64
Totals	554	784	489	887	1,251	3,532	6,476	6,868	7,718
Turnover*	14%	15%	16%	15%	19%	17%	17%	22%	26%**

\* Turnover is the average annual amount for the prior ten years.

\*\* Calculated through 1996.