

# **BACK COUNTRY HORSEMEN OF NEVADA – BRISTLECONE CHAPTER**

## **BY-LAWS**

**[Amended 18 January 2020]**

### **ARTICLE I**

#### **NAME**

**Section 1.** The name of the organization shall be “Back Country Horsemen of Nevada – Bristlecone Chapter,” hereinafter referred to as BCHNBC. It shall be a Chapter of Back Country Horsemen of Nevada, hereinafter referred to as BCHNV.

**Section 2.** This Chapter is a Regional Chapter of “Back Country Horsemen of Nevada.”

### **ARTICLE II**

#### **OBJECTIVES AND PURPOSE**

The purpose of this organization shall be:

- a) To perpetuate the common sense use and enjoyment of horses in America’s back country and wilderness areas.
- b) To work to ensure that public lands remain open to safe recreational stock use.
- c) To demonstrate that horsemen are a viable volunteer group to assist the various governmental, state and private agencies in their maintenance and management of said resource.
- d) To educate, encourage and solicit active participation in the wise and sustaining use of the back country resource by horsemen and the general public commensurate with our heritage.
- e) To foster and encourage the formation of new Back Country Horsemen chapters in Nevada as well as new members in both BCHNV and BCHA.
- f) To encourage the preservation and enhancement of both historic and urban trails.

### **ARTICLE III**

#### **BOARD OF DIRECTORS**

**Section 1.** The management of the affairs, property, and business of the Chapter is vested in the Board of Directors [“Board”].

**Section 2.** The Board shall be composed of a minimum of two (2) Directors-at-Large plus the four primary officers identified in Article IV, Section 1. The number of Directors-at-Large may, from time to time, be increased or decreased by a majority vote of members present at any general membership meeting, but not to fewer than

two (2). In addition, the Chapter's immediate Past President shall be a director and shall have full voting rights, but shall not be counted for purposes of determining a quorum at Board meetings.

**Section 3.** All Directors-at-Large shall be elected by a majority vote of those Chapter members present and voting at a regularly scheduled general membership meeting during the fourth calendar quarter of alternate years. Their term of office shall begin January 1st following the election. No Director-at-Large shall serve for more than two (2) consecutive two-year terms. A vacant Director-at-Large position shall be filled as soon as possible by appointment by the Board of a member at large who shall serve for the remainder of the term of the director position vacated.

**Section 4.** All members of the Board of Directors are expected to attend a minimum of four (4) Board meetings per year. Failure to comply may, at the Board's discretion, engender Board action to remove and replace said director.

**Section 5.** Removal from Office

- a) Any director may be removed from office and replaced for just cause including but not limited to (i) misconduct; (ii) neglect of duty; (iii) mishandling of Chapter money; (iv) bad business decisions; or (v) violation of Chapter policy including but not limited to conflict of interest and self-dealing.
- b) Removal and replacement shall be by an affirmative vote of at least two-thirds of the members of the Chapter present at any regular meeting of the general membership or at any special meeting called for that purpose.
- c) No such vote upon the removal of a director shall be taken until said director has been advised of the reasons therefor and has had reasonable opportunity to submit to the Board his or her statement, either oral or written, relative thereto. If the director affected is present at the meeting, he or she shall retire from the meeting after his or her statement has been submitted and prior to the vote upon the matter of his or her removal.

## **ARTICLE IV**

### **OFFICERS**

**Section 1.** The chapter shall have a President, Vice President, Secretary, Treasurer and any other officers deemed necessary by the Chapter's Board of Directors or by Nevada statute.

**Section 2.** Each officer shall perform all usual and customary duties for that office, or as designated by the Board of Directors.

**Section 3.** Officers shall be elected for a two (2) year term. No officer shall serve for more than two (2) consecutive two-year terms.

**Section 4.** All officers shall be elected by a majority vote of those Chapter members present and voting at a regularly scheduled general membership meeting during the

fourth calendar quarter of alternate years. Their term of office shall begin January 1st following the election.

**Section 5.** Qualifications. Officers shall be persons who have been a member in good standing for at least one (1) year of Back Country Horsemen of America. In the absence of a willing member with at least one (1) year in good standing, the Board may accept and consider nominations and the general membership may elect willing and otherwise qualified members in good standing with six (6) months or more with Backcountry Horsemen of America.

**Section 6.** Removal from Office

- a) Any officer may be removed from office for just cause including but not limited to (i) misconduct; (ii) neglect of duty; (iii) mishandling of Chapter money; (iv) bad business decisions; or (v) violation of Chapter policy including but not limited to conflict of interest and self-dealing.
- b) Removal shall be by an affirmative vote of at least two-thirds of the members of the Board (other than the officer to be removed) present at any regular meeting of the Board or at any special meeting called for that purpose. Such action shall be subject to ratification by the general membership at its next meeting.
- c) No such vote upon removal of an officer may be taken until said officer has been advised of the reasons therefor and has had reasonable opportunity to submit to the Board his or her statement, either oral or written, relative thereto. If the officer affected is present at the meeting, he or she shall retire from the meeting after his or her statement has been submitted and prior to the vote upon the matter of his or her removal.

**ARTICLE V**

**FINANCE**

**Section 1.** Dues

- a) Membership dues shall be determined annually for the forthcoming year by the Board of Directors at or prior to the annual meeting in November. Renewal dues for the next calendar year are due not later than 31 December of the current year.
- b) To be in good standing, a member must have paid dues for the current calendar year.
- c) Annual dues are for the calendar year and are non-refundable. At the discretion of the Board, annual dues may be prorated for new members joining the Chapter after 30 June of any year.

**Section 2.** Expenditure of funds on behalf of the Chapter exceeding Five Hundred Dollars (\$500.00) shall be approved in advance by a majority of the Board before the Treasurer is authorized to make payment. All planned expenditures in excess of One

Thousand Dollars (\$1,000.00), except for regularly recurring expenses, shall be presented to and approved in advance by the general membership.

**Section 3.** Bank Account. All Chapter funds shall be deposited in a bank account in the name of *Back Country Horsemen of Nevada – Bristlecone Chapter*.

**Section 4.** Authorized check signers shall be the President, Vice-President, Treasurer, and Secretary. Two signatures shall be required on all checks in amounts in excess of Five Hundred Dollars (\$500.00) or when payable to one of the authorized signers.

**Section 5.** Accounting; Books. The Treasurer shall maintain corporate accounting books and related records for the Chapter on a current basis and in compliance with generally accepted accounting practice for nonprofit corporations and shall present financial statements to the Board, including a balance sheet and income statement, not less frequently than quarterly.

**Section 6.** Audit. The Board shall annually, in January, appoint an Audit Committee chairperson, who is a Chapter member but not an officer, to conduct an *internal* audit of the prior year-end corporate financial statements. By 30 April of each year, the Audit Chairperson shall present to the Board a written audit report. The Board, at its discretion, may also commission an *external* audit of the corporate financial statements.

## ARTICLE VI

### MEMBERSHIP

**Section 1.** Membership in the Chapter is open to any person over the age of 18 who is interested in the goals and purposes of the organization. Unless context requires otherwise, when used in these By-laws, the terms “member” or “members,” whether or not capitalized, shall mean a member or members in good standing as defined in Article V, Section 1 (b),

**Section 2.** Classes of Membership. There shall be at least two classes of membership – individual and family. The Board may, at its discretion, from time to time, create additional classes of membership as it deems appropriate.

**Section 3.** *Individual* Membership comprises a single person eighteen (18) years old or older. *Family* membership comprises immediate family members living in the same household and includes children under 21 years of age. Family membership shall include a couple living in the same household and includes their children under 21 years of age. Family members under the age of 18 may participate, with adult supervision, in all Chapter activities but shall not be eligible to vote.

**Section 4.** Votes. Each Individual Member shall have one (1) vote in affairs submitted to the general membership. Each Family Membership shall have two (2) votes. Other classes of membership, if any, shall have the number of votes authorized by the Board and approved by the general membership.

**Section 5.** The Board of Directors reserves the right to discipline or expel Chapter members for conduct which is intimidating, threatening, pugnacious, belligerent or otherwise harmful to members of the Chapter, or which impairs the functioning or damages the reputation of the Chapter. Appeals from discipline or expulsion may be presented by the affected member to the general membership with thirty (30) days' notice and voted upon by the general membership. Discipline or expulsion requires a two-thirds or greater vote of those members present, and voting at the meeting.

**ARTICLE VII  
MEETINGS**

**Section 1.** General membership meetings to conduct any business of the Chapter shall be held a minimum of quarterly. A quorum for the transaction of business at any regular or special meeting of the general membership shall consist of a minimum of ten percent (10%) of members at large including a minimum of four (4) members of the Board of Directors. The time and place of future meetings shall be established by vote of a simple majority of members present at any meeting.

**Section 2.** Board meetings shall be held bi-monthly or more frequently as determined by the Board. A quorum for the transaction of business at any regular or special Board meeting shall consist of a minimum of at least four Board members. The time and place of future meetings shall be established by vote of a simple majority of the Board of Directors present at any meeting. Non-board members shall be welcome to participate in Board meetings but shall have no vote.

**Section 3.** Special meetings of the general membership and/or the Board of Directors may be called by the President as needed. Notice of special meetings shall be delivered at least seven (7) days prior to the special meeting to all members either personally, by e-mail, by posting online on the Chapter website or Facebook page, or by phone call. Notice of such meetings shall state the place, date, time, and purpose of the meeting.

**ARTICLE VIII  
VOTING**

**Section 1.** Providing that a quorum is present, a simple majority vote of the members present and voting shall be required to conduct business.

**Section 2.** The election of officers and directors shall be by written ballot.

**ARTICLE IX  
COMMITTEES**

**Section 1.** The Chairman of each committee shall be selected by the President. Each Chairman shall select individual members to serve on their committee from the general membership.

**Section 2.** Standing Committees shall be: Membership, Public Liaison, Education and Service Projects. The Board of Directors or the President may form additional committees as needed.

**ARTICLE X  
AMENDMENTS**

These Bylaws may be amended at any general meeting, provided there has been a 30 day notice given all members and passed by a two-thirds vote of the general membership present in good standing.

**ARTICLE XI  
HOUSEKEEPING**

**Section 1.** All meetings shall be held according to Robert's Rules of Order where they do not conflict with this or upon written request signed by ten (10) members in good standing.

**Section 2.** In the event of the dissolution of the Bristlecone Chapter of Back Country Horsemen of Nevada, the Treasurer is directed to pay all outstanding debts.

**Section 3.** Upon dissolution of the Chapter, any unexpended Chapter funds will be distributed to Back Country Horsemen of America or another 501 C 3.

**Section 4.** If any provision of these bylaws is determined to be unlawful or unenforceable by any court, the remaining provisions shall remain in full force and effect.

[end]