

Backcountry Horsemen of California, Inc.
San Joaquin Sierra Unit Bylaws

Article I

Purpose, Name and Subordination

- (1) This organization is formed as a unit of the Backcountry Horsemen of California, Inc.
- (2) (2) The name of this organization shall be Backcountry Horsemen of California - San Joaquin Sierra Unit.
- (3) In the case of any conflict between the unit bylaws and the bylaws of Backcountry Horsemen of California, Inc., the State bylaws shall take precedence.

Article II Board of Directors

- (1) The management of the affairs, property, business and control of policy is vested in the Board of Directors. The business affairs of the Unit shall be the responsibility of the Board of Directors. The Board of Directors, herein after referred to as the "Board", shall be composed of the Officers of the Unit (4), the immediate past President (1), and eight (8) elected Directors for a total of thirteen (13) voting members. A recommended minimum of four (4) Advisors may be appointed by the Board from the general membership having duties and privileges of sitting on the board with the exception of voting privileges. A quorum of eight (8) Board Members is necessary to conduct business. The Directors shall be elected at the annual meeting from the general membership by nominations from the floor together with recommendations and nominations from the Board for a term of two (2) years. (2) The Board shall meet quarterly or more frequently as needed. The meetings of the Board shall be held on the dates and at the locations selected in advance of said meeting by the President of the Unit. Fourteen (14) day advanced notice, by publication, telephone, telephone message, or in writing is required to all members of the Board for any special called meeting. (3) The Board actions shall be recorded by the Secretary, which records shall be open to inspection by request. Said actions or minutes shall be available for approval by the Board at the next subsequent board meeting. Said actions or minutes may be published in the newsletter. (4) The Board shall adopt rules in compliance with but not limited to Roberts Rules of Order. Said rules of order shall not conflict with the provisions of these bylaws or the bylaws of the Backcountry Horsemen of California, Inc. for the orderly conduct of Board meetings and annual membership meetings. (5) The Board shall have the right to terminate the membership of any member, for good cause by a three-fourths 3/4 vote of the members present at any regular or special called meeting of the Board. Notice in writing of at least

ten (10) days in advance of the meeting at which termination is to be acted upon, shall be given to the member involved before any membership can be terminated. Such notice shall contain the reasons prompting such action. Said members shall be granted, on request, a meeting with the Board for a hearing prior to such action of termination.

(6) Article III Officers (1) The Officers of the Unit shall consist minimally of a President, Vice-President, Secretary, and Treasurer who shall be elected by a majority vote of the membership at the annual meeting. (2) The President shall preside at all meetings of the general membership and Board. Further the President shall be the Chairman of the Board. The President shall be a member ex-officio member of all regular and special committees, and shall perform such duties and exercise such powers as are usually incident to the office. (3) The Vice-President shall act in the absence of the President, or in his or her inability to serve, and shall perform such duties as the President may assign to him or her. The Vice-President shall be an ex-officio member of all regular and special committees. In the event of the vacancy of the office of President, the Vice-president shall become President and shall serve in that capacity through the remaining term of office. (4) The Secretary shall keep a complete accurate record of the actions of the general meetings and regular and special called meetings of the Board. The Secretary shall have possession of their records, attend to the proper publication of all reports, conduct official correspondence, and perform such duties as are usual to such office. (5) The Treasurer shall have custody of all moneys of the unit and shall keep regular books of account in compliance with standard practice of Accounting. The Treasurer shall disburse payable less than \$100.00 in payment of just demands against the unit, taking proper vouchers for such disbursements. Amounts of \$100.00 or more cannot be disbursed without first having the approval of the Board. All disbursements are to be made by check, requiring two signatures. The authorized signatures on said account shall consist of the President, Vice-President, Secretary, and Treasurer. Signature cards are to be updated with the bank no later than the 15th day of January of each year. The Treasurer shall perform all duties incident and usual to such office. (6) No person shall hold the same office of the Unit for more than four consecutive years **unless there is no one running for the position**

(7) The term of service for the President and other Officers shall be **two (2)** calendar years following their election at the annual general meeting designated for election following their election at the annual general meeting designated for elections. (8) All records, moneys, and properties of the Unit under the trust of the respective officers shall be immediately delivered to their duly-elected successor upon the termination of their term in office. (9) Any vacancy which occurs in the offices of Vice-President, Secretary, or Treasurer shall be filled by a majority vote of the Board at its next regular or special called meeting. (10) Officers, Directors, and Advisors are required to attend all General and Board Meetings. The President has the discretion to replace any Officer, Director, or Advisor not fulfilling their duties, or who misses more than two (2) General or Board Meeting per year without just cause.

Article IV Affiliation The membership in the San Joaquin Sierra Unit shall be governed by the bylaws of the Backcountry Horsemen of California, Inc. **Article V Annual Membership Meeting** (1) The last General Meeting of the Calendar Year shall be held no later than November 30 of each year and shall be known as the Annual Membership Meeting. (2) The purpose of the annual membership meeting shall be the election of Officers and Directors of the Unit. (3) The membership shall be empowered to act upon any matters which properly come before the general membership at the annual membership meeting. (4) A quorum of the membership for the conducting of the business of the general membership shall be ten (10) percent of the number of the members of the unit as of the 30th of the previous month in which the annual membership meeting is held. (5) A quorum is required for the conducting of the business and a simple majority of the quorum is required for the annual general membership to pass upon matters properly brought before the Unit. (6) A single membership in good standing shall have one (1) vote and a Family membership in good standing shall have two (2) votes. Family memberships may vote with a proxy vote. (7) Prior to the conducting of business at the annual membership meeting, the membership shall be seated properly and verified as to the validity of the members membership. The number of votes shall be established by the Secretary and announced to the membership. Visitors and non-voting family members may attend said meeting, however, they are not to be seated in the seats designated as the voting section. Late comers shall not be seated in the voting section and allowed a vote after the membership has been seated unless allowed by the Chair and so noted by the Secretary to maintain accuracy of votes. (8) All Annual General Membership and Board of

Director Meetings shall be conducted in accordance with these bylaws and Roberts Rules of Order where said rules do not conflict with these bylaws or the bylaws of the Backcountry Horsemen of California, Inc.

Article VI Committees (1) All committees herein provided shall consist of a coordinator. (2) The individual members of a committee shall be selected by the coordinator. (3) The coordinators of each committee shall be selected by the Board of Directors. (4) As many committees may be activated by the Board of Directors as the Board of Directors deems necessary for the operation of the Unit. (5) The Coordinators of each of the established committees shall report to the President or the President's delegate. The President's delegate must be an Officer, or Director

Article VII Reporting period. The San Joaquin Sierra Unit shall subscribe to a calendar year for all terms of offices and reporting purposes.

Article VIII Changes to bylaws. These bylaws may be amended or changed by a 75% majority vote at any regularly scheduled or special called meeting of the Board of Directors, and must be ratified by a majority vote of the general membership at the annual general meeting.

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