

BACK COUNTRY HORSEMEN OF THE VIRGINIA HIGHLANDS BY-LAWS

ARTICLE I - NAME

The name of this chapter, which is a non-profit organization, shall be the Back Country Horsemen of the Virginia Highlands (BCHVH).

This chapter shall serve the Mount Rogers National Recreation Area and surrounding forests. We encourage participation from any of the users that enjoy visiting the Mount Rogers Recreational Area on an occasional or frequent basis.

Our primary focus is assisting the forest service with the maintenance of the equestrian and multi-use trails. We strive to maintain cooperative, respectful, and diplomatic relationships among chapter members, and between the BCHVH and the various agencies involved in the maintenance and management of public lands, as well as the BCH of VA state organization and the BCHA national organization.

ARTICLE II – PURPOSE

The purpose of this organization shall be:

1. To perpetuate the common sense use and enjoyment of horses in America's back country and Wilderness areas.
2. To work to ensure that public lands remain open to recreational stock use.
3. To assist various government, state, and private agencies in their maintenance and management of said resource.
4. 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.
5. To foster and encourage the formation of new Back Country Horsemen's organizations.

ARTICLE III - MEMBERSHIP

Section 1 Membership shall be open to anyone who is committed to pursuing the purposes of BCHVH as stated in Article II while following the principles and ethics described in Article I.

Section 2 The membership classifications shall be 'Individual', 'Family', 'Junior', and 'Associate'.

Section 3 Individual members must be at least eighteen years of age. Family membership includes family members living in one household and children under 21 years of age. Family members under the age of 18 may participate in all chapter activities with adult supervision but will not be eligible to vote.

Section 4 Any person 17 years of age or younger, not otherwise qualifying for membership with a family group and committed to purposes as stated in Article II, may be accorded a Junior membership, if sponsored by a Individual or Family member.

Section 5 Membership shall correspond to the calendar year – January 1 to December 31.

ARTICLE IV - DUES

- Section 1 The yearly membership dues fee shall be determined and approved by a vote of the membership. The minimum dues amount shall be determined by the current national and state dues to be paid in January of the next calendar year.
- Section 2 Renewing membership dues shall be considered delinquent when not paid by January 21st of the current dues year.
- Section 3 Delinquency of annual dues payment shall remove a member from good standing (current dues paying member) and the member shall relinquish all voting rights and privileges.
- Section 4 Membership dues for new members received on or after September 1st will cover the remainder of the current year and the following year.
- Section 5 The holding of any office, delegate position, or membership on any committee shall be contingent upon being a member in good standing.
- Section 6 The Associate membership dues fee shall be the same as an individual.
- Section 7 The Junior membership shall not be required to pay a dues fee.

ARTICLE V - VOTING

- Section 1 Individual members shall be entitled to one voting right. Each family member 18 years or older shall carry one voting right. Only members in good standing [dues paid] may exercise the right to vote on matters of chapter business.
- Section 2 Associate members are not accorded any voting rights.
- Section 3 A simple majority of members in good standing, voting when the organization is in session, shall be required to conduct that business requiring group action, providing a quorum (see Article V, Section 4 and 5) is present, and except for removal of a member, officer and/or directors (see Article IX) or changes or amendments to the by-laws (see Article XI).
- Section 4 At any chapter meeting a minimum of eight voting members including two board members (see Article VII, Section 5) and two officers (see Article VII, Section 1) shall constitute a quorum for the transaction of legal business.
- Section 5 At any board meeting a minimum of six board members, with two of the six to be officers, shall constitute a quorum for the transaction of legal business.
- Section 6 At any chapter or board meeting, if a voting participant wishes to vote on a matter, but cannot attend the meeting, the member may still vote by providing a written ballot. The ballot should contain the member's name, member's signature, the subject of the vote and the member's decision. The written ballot may be delivered by any means to the person tallying the votes, before or during the voting process. Email may be used to distribute ballots to the membership and ballots may be returned via email by the membership.
- Section 7 At any chapter or board meeting the voting method allowed may vary depending on the issue under discussion. The types of voting methods allowed shall be by voice, hand signal, or written ballot. The default method shall be by voice but if any member requests use of hand signals or written ballot that method shall be used to vote on that issue.

ARTICLE VI - MEETINGS

- Section 1 Regular meetings shall be established and held at a time decided by a majority vote at the January general meeting.
- Section 2 Regular meetings shall be alternated between communities within the area of membership to a degree that is practical and acceptable by the board of directors. President may cancel any regular meeting for the following reasons: No Quorum, Weather or loss of meeting room.
- Section 3 Special meetings may be called by the President, or upon written request signed by any five voting members. Special meetings shall be for a specific item of business or for the purpose of education or special programs, and no other business may be conducted.
- Section 4 Board meetings shall be held quarterly at the convenience of a majority of the Directors. General members shall be welcome at Board meetings, but shall have no vote. Anyone who wants to attend a board meeting should contact a board member for the time and place and indicate if they have a matter they wish to present to the board. President may cancel any Board meeting for the following reasons: No Quorum, Weather or loss of meeting room.
- Section 5 Notice of all Board meetings, special and general chapter meetings, shall be given to the membership at least two weeks prior whenever possible.
- Section 6 All voting issues shall be announced prior to the meeting date in the meeting agenda sent out with the meeting notice. Final decisions on any non announced motion may be postponed until the next meeting if any three members feel notification to all members is warranted for the issue under consideration.
- Section 7 The election of officers, delegates, and other board members shall be by written ballot at the election meeting.
- Section 8 Members unable to attend the election meeting for board members may vote by submitting a signed absentee ballot delivered to the election committee prior to or at the election meeting. The nomination committee shall ensure that ballots are sent out to the membership at least two meetings prior to the election meeting and the ballot shall indicate where absentee ballots should be sent for members who cannot attend the election meeting.

ARTICLE VII - OFFICERS AND DIRECTORS

- Section 1 Officers of this chapter shall consist of a president, a vice president, a secretary, a treasurer, and such other officers as the voting membership may create.
- Section 2 Two state delegates and an alternate state delegate shall be elected by the membership to serve as chapter representatives on the state Board of Directors.
- Section 3 There shall be two chapter "members at large" elected by the membership to provide additional membership input at chapter board meetings.
- Section 4 The election of officers, delegates, and "members at large", shall be conducted at the December meeting in accordance with ARTICLE X of the by-laws.
- Section 5 The Board of Directors shall consists of 11 members: 4 officers, 2 state delegates, alternate state delegate, 2 chapter "members at large", the most recent past president, and chairman of the Public Lands Committee. (It is

recognized that directors from various geographical locations are desirable, commensurate with member interest.)

Section 6 All elected officers, delegates, and “members at large”, must be voting members in good standing, willing and able to accept various active positions on the board during their term.

Section 7 Webmaster is an appointed position to be handled in the manner of committees.

ARTICLE VIII -DUTIES OF OFFICERS AND DIRECTORS

Section 1 The power and authority of this organization shall be vested in the membership, commensurate with BCHA and BCHVA philosophies and principles, and subject to the regulations of this document. The officers and directors shall conform to the wishes and instructions of the membership, and are subject to the rules of this document. The Board of Directors shall manage and execute the affairs of the organization. When the organization is not in session, the Board of Directors shall have all needful authority to manage the activities of the organization.

Section 2 It shall be the duty of the President to preside at all meetings of the organization and of the Board of Directors, and to perform all other duties pertaining to such office. The President shall exercise general executive control over the affairs of the organization. The President shall appoint committee chairmen and shall be an ex-officio member of all committees. He/she shall also be authorized to withdraw funds for approved items when the Treasurer is not available. At any Board of Directors meeting the current President shall vote only in order to break a tie vote.

Section 3 The Vice President shall assist the President when called upon to do so, and in his/her absence shall be vested with the powers and duties of the President. He/she shall also be authorized to withdraw funds for approved items when the Treasurer and President are not available. The Vice President shall serve as the coordinator with the state and/or national organization. The Vice President shall prepare a list of potential chapter events for the upcoming year. The list shall be presented to the membership at the January meeting for discussion and approval.

Section 4 The Secretary shall record and keep the minutes of all regular and special meetings; shall register and keep current membership lists, be responsible for recording of all volunteer hours, issue meeting notices, and perform such other duties as pertains to such office. The secretary shall retain all of the signed Back Country Horsemen of the Virginia Highlands Liability Release Forms.

Section 5 The Treasurer shall be responsible for management of all chapter financial funds and records. The Treasurer shall be authorized to withdraw funds via signature on checks for disbursement of chapter funds. The President and Vice President shall provide the Treasurer with receipts for any disbursement of funds that they initiated when the Treasurer was not available. Any check over the amount of \$100 shall require approval by the Board of Directors prior to being written by the Treasurer, President, or Vice President.

The Treasurer shall collect dues and maintain a record of members in good standing. The Treasurer shall keep financial records of income and expenditures suitable for audit. The Treasurer shall give financial reports to the membership

on a regular basis. The Treasurer, with input from the board, shall prepare a yearly budget, which shall be presented to the membership for discussion and approval within the first quarter of each calendar year. The Treasurer shall provide an end of year summary to the membership at the December meeting. The Treasurer shall be responsible for the submission of any records and tax returns required by law.

- Section 6 The duties of the two State Delegates are to attend all state meetings and represent the chapter in the state Board of Director meetings. The State Delegates shall present the state agenda to the membership prior to the state meeting and shall provide a report of all state meetings and keep the chapter informed of all state activities. The alternate State Delegate shall replace either of the two State Delegates in the event one cannot complete their term, and is encouraged to attend all state board meetings. The alternate State Delegate has a vote at state meetings only when attending in place of an absent chapter State Delegate.
- Section 7 The duties of the two (or more) chapter “members at large” are to attend chapter board meetings in order to provide input and assistance in the transaction of the board business.
- Section 8 The Board of Directors (see Article VII, Section 5) shall formulate policies, approve procedures and programs, establish dues (with member approval), attend meetings, and generally assist and support the functions and programs of the organization.
- Section 9 The Webmaster shall be appointed by the membership and shall be responsible for maintaining the Web page. The Webmaster shall be the chair of the Chapter Web Site Committee, who shall assist in development and maintenance of the chapter’s web page. The Webmaster shall issue reports to the membership at regular intervals, or as requested.

ARTICLE IX - ELECTIONS

- Section 1 All officers, delegates, and “members at large” shall be elected by a majority vote at the regularly scheduled December general meeting. Voting shall follow Article VI, Section 7 and 8.
- Section 2 The officers shall serve staggered two year terms to maintain some continuity in leadership. Each year only two offices shall be up for election. In even numbered years the President and Treasurer positions shall be up for election. In odd numbered years the Vice President and Secretary positions shall be up for election. This shall require two initial officers to serve for only one year.
- Section 3 The state delegates shall serve staggered two year terms to help maintain continuity on the chapter and state board of directors. This shall require one of the initial delegates to serve for only one year. The alternate state delegate shall be up for election each year.
- Section 4 The chapter “members at large” shall serve staggered two year terms to help maintain continuity on the chapter board of directors. This shall require one of the initial members at large to serve for only one year.
- Section 5 All newly elected officers, delegates, and “members at large” shall assume their office at the next regular general and/or board meeting, whichever occurs first

following the election; except that State Delegates will follow the terms outlined in the State By-laws.

- Section 6 Members are encouraged to run for office so that no officer or delegate is required to hold the same office for more than three consecutive two year terms.
- Section 7 A nominating committee of at least three members shall be elected by the membership at the September general meeting each year. The purpose of the nominating committee shall be to provide a suitable list of candidates for this organization's Officers, Delegates, and "members at large" to the membership. The committee shall create a list of recommendations for each position. Additional nominations may be provided by the membership from the floor at any meeting prior to the election.
- Section 8 Nominations for Officers, Delegates, and "members at large" shall be announced by the committee at the next regular scheduled meeting and immediately preceding the meeting at which the election is to be held. If a quorum is not present at the September meeting to create the nominating committee, it may be created by those present and their recommendations should be sent to the membership prior to the next meeting.
- Section 9 Any vacancy in any position on the Board of Directors shall be filled by special election for the balance of such term, except President, which will automatically be filled by the Vice President and State Delegates, which will automatically be filled by the alternate State Delegate. Any resulting vacancy in the Vice President or alternate State Delegate shall then be filled by special election by the membership for the balance of such term. Voting shall follow Article VI, Section 7 and 8.
- Section 10 Any board member, committee chairman, or committee member may also be elected as a state delegate or "member at large". If due to overlap of positions there are less than 11 total board members, additional chapter "members at large" shall be elected to keep the board number at 11.

ARTICLE X - COMMITTEES

- Section 1 The committees necessary for the function of this organization shall be created by the President with the approval of the membership.
- Section 2 The committee chairmen shall be appointed by the President with approval of the membership. Committee chairmen shall appoint their committee members as necessary to accomplish their committees' function.
- Section 3 Committees and Committee Chair Persons shall hold their position for the calendar year they were appointed.
- Section 4 Committees must be comprised of members in good standing.
- Section 5 Committees meetings are open to committee members and invited guests. Committees make recommendations to the board and membership and carry out approved plans, but do not make independent major decisions.

ARTICLE XI – STANDING COMMITTEE

- Section 1 The Public Lands Committee shall monitor the policies and activities of the land management agencies. This committee shall plan, organize, and carry out courses of action to protect the interests of recreational horse users on public lands. The Public Lands Committee is to function as the liaison between the Chapter and the land management agencies or other groups. The committee shall report regularly to the membership on issues of importance.
- Section 2 Other suggested standing committees are: Activities, Service, Education, Public Relations, Membership, Health and Safety and, Chapter Web Site.

ARTICLE XII - REMOVAL OF OFFICERS, DIRECTORS and MEMBERS

- Section 1 Any Board member missing over three consecutive Board meetings without a just reason accepted by the board will be replaced by the Board.
- Section 2 Any officer or delegate wishing to resign shall do so in writing and present it at a regular meeting.
- Section 3 The president may remove committee chairman with the Board's approval. A hearing before the Board shall be required if requested by the chairman in question.
- Section 4 Any officer, delegate, or member whose conduct has been detrimental to the chapter may be removed from participation in chapter activities by an action initiated by a two-thirds vote of the Board of Directors or by a two-thirds vote of the membership at a regular meeting.
- Section 5 Notification of intent to remove an officer, delegate, or member must be made at least two meetings prior to the meeting preceding when the action is to take place (i.e. at least 60 days notice).
- Section 6 An officer, delegate, or member must be informed in writing that the membership and/or Board of Directors are considering taking action to remove said member, and must give written notice to the member in the event such action is taken.
- Section 7 Action to remove an officer, delegate, or member requires a two-thirds majority vote of voting members present at a regular General meeting.
- Section 8 Chapter members may be removed for conduct which does not uphold the Purpose as stated in Article II, is disrespectful, intimidating, or otherwise harmful to members of the chapter or which impairs the functioning or damages the reputation of the chapter by not following the ethics implied in Article I.
- If such conduct shall be brought to the Board's attention and the majority of the Board determines that removal of the member should be considered, the Board shall appoint an Investigation Committee of three regular members who are not on the Board. The Committee shall investigate and submit a written report to the Board stating the methods used to research the issue, the results of the investigation, and its recommendation. The Committee shall attempt to resolve the problem with the member in question and shall consider the possibility of the member continuing their membership as an Associate member on a probationary status if they agree to change their behavior.

If removal or other disciplinary action shall be recommended, the Board shall consider such recommendation at a hearing at the next Regular or Special general meeting and give the accused member at least ten days notice of such hearing. The Board shall consider the Committee's report, shall give the defending member the opportunity to be heard, and may consider the statements of other persons present to the extent that they are relevant.

ARTICLE XIII - AMENDMENTS

- Section 1 These by-laws may be amended at any regular or special meeting of the organization by a two-thirds majority vote, provided notice of such proposed amendment and a 'first reading' be given to the membership at a regular general meeting preceding the vote on the amendments.
- Section 2 All amendments, additions, and other changes to the by-laws shall be showed with edit changes when distributed to the membership for final approval and a copy of the final changes shall be archived with the original by-laws.
- Section 3 All current officers shall sign the revised by-laws. The secretary shall forward a copy of the signed by-laws to the BCH VA state board secretary.

ARTICLE XIV - EXEMPT ACTIVITIES

- Section 1 No part of the net earnings of this organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in any political campaign on behalf of any candidate for public office (including the publishing or distribution of statements).
- Section 2 Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- Section 3 Any member or guest who participates in an event involving livestock or volunteer service must sign the Back Country Horsemen of the Virginia Highlands Liability Release Form.
- Section 4 All meetings will be conducted within the meeting framework given in "Roberts Rules of Order," unless the By-laws specifically states otherwise. The "Rules" will be used as the final authority in resolving points in meeting conduct and parliamentary procedure.

Section 5 No member shall be considered a “spokesperson” on any matters with cooperating agencies or the media without the explicit appointment by the President for a specific occasion.

ARTICLE XV – DISSOLUTION CLAUSE

Upon consideration of dissolution the members of the BCHVH chapter agree to the following procedure:

The BCHVH chapter shall be terminated and dissolved by a majority vote of the membership in favor of dissolution and termination of the chapter. The members shall also vote on how to disburse chapter resources for contribution to the betterment of the Mount Rogers National Recreation Area. When the BCHVH chapter dissolves or fails to reorganize without a vote of the members, the resources become the property of the BCH of Virginia and the Friends of Mount Rogers organization as described below.

Upon dissolution and termination of the BCHVH chapter for any reason, the Board of Directors shall take full account of the BCH VH chapter assets and liabilities, and shall liquidate the assets and shall apply and distribute the proceeds from there in the following order:


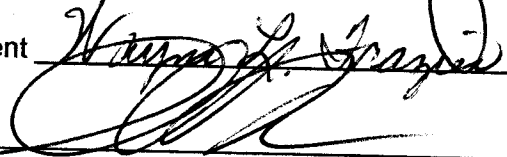

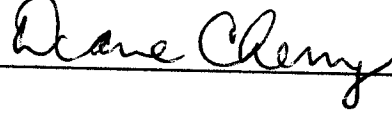
- a) The operational monies shall be applied to the payment of the debts and liabilities of the BCHVH chapter.
- b) The operational monies shall be applied to the establishment of any reserves that the Board of Directors may deem reasonable or necessary for the purpose of paying any unforeseen liabilities or obligations of the chapter.
- c) After all financial liabilities and obligations have been resolved the remaining operational monies shall be given to the BCH of Virginia. In the event that the BCH of Virginia does not qualify for funds or does not exist at the time of dissolution and termination of the BCHVH, the remaining operational balance shall be given to the BCHA organization.
- d) All of the trail fund monies shall be given to the Friends of Mount Rogers organization for their use on projects within the Mount Rogers National Recreation Area.

Each of the members shall be furnished with a statement prepared by the BCHVH chapter setting forth the assets, liabilities, and the distribution upon complete liquidation. Upon compliance with the foregoing terms and manner of distribution, the BCHVH chapter shall cease.

These by-laws shall be filed with the Back Country Horsemen of Virginia's state secretary.

The signers below certify that these by-laws of the Back Country Horsemen of the Virginia Highlands are presented with full authority from the membership by a vote at the meeting on

Month October Day 24th Year 2015

	Signature	Date
BCHVH President	<u></u>	<u>10/24/15</u>
BCHVH Vice President	<u></u>	<u>10-24-15</u>
BCHVH Treasurer	<u></u>	<u>10/24/15</u>
BCHVH Secretary	<u></u>	<u>10-24-15</u>