

BACK COUNTRY HORSEMEN OF UTAH

BYLAWS

9 April 2016

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## BYLAWS

### ARTICLE I PURPOSE

The purpose of the Back Country Horsemen of Utah (BCHU) 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 insure that public lands remain open to recreational stock use.
3. To assist the 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 state back country horsemen's organizations.

The Back Country Horsemen of Utah will adhere to all organizational requirements established by the national organization, Back Country Horsemen of America (BCHA).

### ARTICLE II POLICIES, POSITIONS, AND PROCEDURES

Establishment of Policies, Positions, and Procedures: The officers and directors of the Back Country Horsemen of Utah (hereinafter referred to as the "Corporation") shall be the administrative/communications link and single point of contact between the BCHA National board, external agencies above local level, and the local chapters and shall establish statewide policies, positions, and management procedures for the Corporation. They may delegate the implementation of these policies, positions, and management procedures to ad hoc state committees and/or to local chapters.

### ARTICLE III STATE OFFICE LOCATION

The principal office for transacting business with the Corporation will be at the residence of the incumbent Chairman. The business mailing address will be

BCHU  
P.O. Box13195  
Ogden, UT 84412-3195

The Board of Directors is hereby granted full power and authority to change the principle office of the Corporation from one location to another anywhere in Utah.

Any such change shall be noted by the secretary in these Bylaws but shall not be considered an amendment to them. The secretary will also notify the Utah State Commerce Department whenever the address of the principle office for transacting Corporation business changes and give the name of the new Chairman.

## ARTICLE IV MEMBERS

Section 1. Classes of Members: The Corporation shall have three (3) classes of members: regular members, associate member, and patron/ benefactor members. Any action needing member approval shall require a simple majority vote of those members in good standing present at any regularly scheduled or special membership meeting as provided herein, provided a quorum is present.

Section 2. Categories of Membership: There shall be five categories of memberships, designated as (1) individual membership, (2) family membership, (3) associate membership, (4) patron membership, and (5) benefactor membership.

Section 3. Individual Membership: Individual membership is defined as meaning only one (1) person eighteen (18) years of age or older. An individual member in good standing is entitled to one (1) vote.

Section 4. Family Membership: Family membership is defined as those individuals within one (1) immediate family unit (parents and dependent children). Each family membership in good standing is entitled to two (2) votes.

Section 5. Associate Membership: An Associate membership is defined as an individual or a non-profit organization as a group, interested in supporting the purposes as stated in the Articles of Incorporation of the Corporation. Associate members shall not be considered voting members.

Section 6. Patron Membership: A Patron membership is defined as an individual, company, or association interested in supporting the purposes stated in the Articles of Incorporation of the Corporation. Each Patron member in good standing is entitled to two (2) votes"

Section 7. Benefactor Membership: A Benefactor membership is defined as an individual, company, or association interested in supporting the purposes stated in the Articles of Incorporation of the Corporation. Each Benefactor member in good standing is entitled to two (2) votes.

Section 8. Designation of Local Chapter Affiliation: All memberships shall be in the Back Country Horsemen of Utah but any member may designate his or her choice of local chapters to which he or she, or their family entity, wish to be affiliated for the dues-paying year. Individuals or family entities who wish to belong to more than one local chapter must pay the applicable yearly membership fee for each chapter to which they choose to be affiliated. There are no joint memberships.

## ARTICLE V DUES

Section 1. Dues Structure: Members not affiliated with a local chapter (members- at-large) will pay their annual dues directly to the Corporation. These dues will be set by the Corporation but must be, for all membership categories, equal to or higher than dues assessed by the local chapters. Local chapters may establish their own fee structure and will collect their dues directly from each of their members. Each chapter will then submit the required amount to the Corporation to cover state and national dues of each membership according as determined by the Board of Directors annually. In the case of dues paid online via [www.bchu.com](http://www.bchu.com), the State Treasurer will receive the full payment and forward the chapter member info and payment to the applicable chapter minus the amount required for State and National dues and online fees.

Section 2. Determination of Dues Amounts. State dues may be adjusted periodically with the concurrence of a  $\frac{3}{4}$  majority vote of the Board of Directors. Local chapter membership dues may be adjusted periodically in accordance with the chapter bylaws.

Section 3. When Dues Are Payable: Yearly dues are payable on 1 January of each year. The Corporation fiscal year ends 31 December. Dues paid within the last quarter of any calendar year will entitle members to membership until 31 December of the following year.

Section 4. Delinquent Dues: Membership renewal dues not paid by 28 February of each year are delinquent and those persons or entities who are delinquent as of that time will be omitted from membership and shall cease being entitled to membership benefits of any kind in Back Country Horsemen of America, Back Country Horsemen of Utah, or any of the several local chapters comprising the Back Country Horsemen of Utah.

Section 5. Dues Notice: Dues notices for members-at-large will be sent out by the Corporation. Notices for members affiliated with local chapters will come from the local chapter to which they belong. All notices sent out by local chapters shall advise their members that their dues also entitle them to membership in the state and national organizations. As new members are recruited into local chapters the amount designated for state and national membership will be taken from their annual dues and sent to the Treasurer of the Corporation along with a copy of their membership application. As existing members renew their membership at the end of each year local chapters will submit the appropriate amount to cover both state and national dues to the office of the Corporation along with a list of all paid up members. This report is due at the office of the Corporation by 15 January of each year in order to meet the deadline for payment of national dues. If there is no local chapter designated on an application for membership, the entire amount paid for membership will remain with the Corporation and the applicant will be considered a member-at-large.

## ARTICLE VI GENERAL MEMBERSHIP MEETINGS

Section 1. General Meeting: Meetings of the general membership may be called at the discretion of the officers and directors of the corporation or by a petition signed by at least 25% of the general membership in good standing with the Corporation. All petitions will be posted on the BCHU website.

Section 2. Notice of Meetings: The general membership shall be notified of all meetings conducted for the general membership of BCHU. Notification will be at least two months prior to the meeting. A notice and Agenda will be posted on the BCHU website and direct correspondence to chapter presidents for relay to their chapter members

Section 3. Voting: When the membership has been duly notified, a simple majority of members in good standing present at the meeting shall be sufficient to conduct business. A two-thirds majority vote passes any motion made at an Annual Meeting.

## ARTICLE VII LOCAL CHAPTER STRUCTURE

Section 1. Use of Name "Back Country Horsemen": Any group wishing to use the words "Back Country Horsemen" as a part of their name must be affiliated through registered and paid memberships with the state organization of Back Country Horsemen of Utah. Affiliation with Back Country Horsemen of Utah automatically affiliates every member with the Back Country Horsemen of America.

Section 2. Minimum Membership Requirements: A minimum of ten (10) members in good standing are required to organize and establish a local chapter.

Section 3. Approval by State Board of Directors: Any group seeking admission as a chapter of the Back Country Horsemen of Utah must be approved by the Corporation's Board of Directors (hereinafter referred to as the "Board"). The Board shall establish prerequisites required for admittance. These may include providing the Board with a list of officers and directors, state and national membership dues collected from members, a copy of the chapter's by-laws, a statement of chapter goals, or any other requirements deemed to be appropriate.

Section 4. Local Chapter Officers and Directors: Each local chapter shall establish procedures and rules for electing officers and directors. These officials will implement Corporation policies and establish and carry out their own policies, goals and activities.

Section 5. Annual Reports and Financial Statements: Each local chapter shall prepare an annual report containing a financial statement, the number of paid up members enrolled, a list of service Projects showing man-hours worked, horse and equipment hours donated, and the number miles traveled and present the

same to the Board via the Chapter Representative to the State Board of Directors for inclusion to the State Report to the National Board Meeting annually.. If any chapter fails to comply with the accounting and reporting procedures defined herein, shall no longer be recognized as an affiliate of the Corporation and shall automatically loose all benefits of affiliation. The delinquent chapter shall remain suspended until reinstated by a majority vote of the Corporation Board of Directors.

## ARTICLE VIII DIRECTORS

Section 1. Number of Directors: The Back Country Horsemen of Utah Board of Directors shall be comprised of the Chapters President or his/her designate. If any chapter fails to have representation at any three consecutive, regularly scheduled Board meetings without reasonable cause, it may be deemed to have ceased operation as an affiliate of the Corporation and will have its benefits of affiliation suspended until reinstated by a majority vote of the Corporation Board of Directors. Each local chapter shall on or before 31 December of each year, notify the Corporation Secretary of the name, address, and telephone number of their officers and those appointed or elected as a state board director for the coming year.

Section 2. Election of National Board Directors: The two (2) National Board Directors shall be elected for staggered six year terms (one Director every three years). The BCHA National Board Directors can be from the General Membership to include State Board members. If a National Board Director can't fulfill the obligations of their terms the State Board Directors and/or the State Chairman may appoint an alternate from the General Membership to include State Board Directors. If the BCHA National Board Members are not otherwise serving on the State Board, they shall be considered voting board members.

Section 3. Compensation: Directors shall serve without compensation except that they may, from time to time, be allowed and paid actual necessary expenses incurred in attending meetings of the Board and other legitimate expenses incurred while accomplishing the specific duties of their office.

Section 4. Board of Directors Meetings: Regular Board meetings shall be held, with at least two weeks prior notification, on a rotating basis in different parts of the State of /Utah. The Chairman, Vice Chairman and Secretary or any two Directors may call special meetings of the Board. Members in good standing are welcome at Board meetings and may express responsible opinions when duly acknowledged by the chairman but have no vote.

Section 5. Conduct of Meetings: The Chairman of the Board shall be the Chairman of the Corporation and shall preside at all Board meetings. If the Chairman is absent, the Vice Chairman shall preside. If the Chairman and the Vice Chairman are both absent, a person, designated by the Chairman, shall preside. Members of the Board of Directors may participate in a meeting through conference telephone or similar communication equipment, so long as all members participating in such a meeting can hear one another. Such participation

shall constitute personal presence at the meeting.

Section 5.1. Quorum: A simple majority of Directors present at any regular or special Board meeting called in accordance with these Bylaws constitutes a quorum for the transaction of business.

Section 5.2. Voting: A majority vote passes any motion made at a board meeting unless otherwise stipulated in these bylaws e.g. a bylaw change requires a 2/3 majority vote

Section 6. Adjournment: A majority of the Directors present may adjourn any meeting to another time and/or place. If a meeting is adjourned for more than twenty- four hours, all board members will be notified of the time and/or Place where the meeting will be reconvened with at least a two week notice.

Section 7. Action Without Meeting: Certain actions may be taken by the executive committee, without a meeting of the Board. Action taken by the Executive Committee will be presented at the next board meeting for ratification by the Board of Directors.

## ARTICLE IX OFFICERS

Section 1. Titles: The officers of the Corporation shall be the Chairman, Vice Chairman, past Chairman, Secretary, Treasurer and such other officers with such titles and duties as determined by the Board to be necessary for the signing of documents and/or the conduct of normal business. Neither the Secretary nor the Treasurer shall serve concurrently as the Chairman; nor shall a person serve as Vice Chairman and Chairman concurrently.

Section 2. Election or Appointment of Officers: The Chairman and Vice Chairman of the Corporation shall be voting members in good standing and shall be elected by and serve at the pleasure of the Board of Directors. The Chairman shall appoint the Treasurer and/or Secretary with concurrence of the Board. The Chairman and the Vice Chairman will be elected by the Board of Directors at a Board of Directors Meeting or a General Membership Meeting held at least two weeks prior to the beginning of their term. All Officers so elected or appointed will automatically become Voting Board Members and start their term at the beginning of the fiscal year (January first).

Section 3. Notice of elections: The General Membership shall be notified of all Chairman and Vice Chairman Elections at least two months prior to the Election. A notice will be posted on the BCHU website and direct correspondence to chapter presidents for relay to their chapter members.

Section 5. Election or Appointment of Officers: The Chairman and Vice Chairman of the Corporation shall be voting members in good standing and shall be elected by the general membership and serve at the pleasure of the board of Directors. The Chairman shall appoint the Treasurer and / or Secretary with



concurrence of the board. All officers so elected or appointed will automatically become board members.

Section 4. Qualification of Officers: All officers must be voting members in good standing with the Corporation.

Section 5. Term of Office: The term of office for all officers shall be for one calendar year succeeding the date of their election or appointment. The Chairman shall not hold the same office for more than three (3) consecutive terms. If the Chairman wishes to run for three consecutive terms, he or she must notify the Board and be re-elected for each term.

Section 6. Chairman: The Chairman shall be the Chief executive officer of the Corporation and shall supervise, direct, and control the business and affairs of the Corporation, he or she shall preside at all general meetings of the organization and the Board of Directors except as provided by these Bylaws. He or she may call special meetings of the general membership and/or the Board of Directors, and perform all duties incident to the office and such other duties as may be required by law, by the Articles of Incorporation, by these Bylaws, or by such directions as are Prescribed from time to time by the Board of Directors. The Chairman shall be an ex-officio member of all Corporation committees. Past Presidents or Chairmen are considered ex-officio officers of the Corporation until the current Chairman's tenure ends.

Section 7. Vice Chairman: In the absence of the Chairman, or in the event of his or her inability or refusal to act. The Vice Chairman shall perform all the duties of the Chairman. When so acting he or she shall have all the powers of, and be subject to any restrictions applicable to the Chairman. The Vice Chairman shall have such other powers and perform such other duties as may be prescribed by law or by the Board of Directors.

Section 8. Secretary: The Secretary of the Corporation shall keep or cause to be kept at the principal office of the Corporation, or at such other place as the Board may direct, a book of minutes of all meetings of the Board and of regular general membership and special general membership meetings, register the names of the members and issue notices. The Secretary shall perform such other duties as prescribed by law or as may be prescribed or required from time to time by the Board of Directors. The Secretary shall keep Corporation membership records.

Section 9. Treasurer: The Treasurer of the Corporation shall collect dues, keep and maintain in written form adequate and accurate records and books accounting for Corporation property and business transactions, including an account of all assets, liabilities, receipts, disbursements, gains and losses. The Treasurer shall deposit all monies and other valuables in the name of and to the credit of the Corporation in depositories designated by the Board of Directors. He or she shall disburse Corporation funds as directed by the Board and shall render the Board a Treasurers report at each regular Board and general membership meeting. Corporation finance account records and books shall be open to inspection by any BCHU member in good standing. The Treasurer shall perform other duties as required by law or prescribed or required by the Board of Directors

or these Bylaws. Such duties shall include making timely payment of dues to BCHA and preparing an annual budget for review and approval by the Board.

Section 10. Signatories on Checks: All Officers except the past Chairman shall have authority to sign checks of the Corporation; however, at least two (2) signatures are required to validate any check.

Section 11. Resignation or Removal of Officers: Any officer may resign at any time by giving written notice to the Corporation. Officers may be removed with or without cause at any meeting of the Board by the affirmative vote of two-thirds (2 /3) of the Directors present.

Section 12. Vacancies: Vacancies in any office (except that of Past Chairman and the office of Chairman, which shall automatically be filled by the Vice Chairman) shall be filled by a vote of the Board.

Section 13. Executive Committee: The officers (Chairman, Vice-Chairman, Secretary, Treasurer and Past Chairman) of the Board shall comprise the executive committee and will act on behalf of the board between board meetings. Action taken by the Executive Committee will be presented at the next board meeting for ratification by the Board of Directors.

## ARTICLE X COMMITTEES

Section 1. Selection: The Executive Committee with the approval of the Board shall designate Committees required for the function of the Corporation. Basic committees may include: Chapter Development, Education, Public Lands, Legislative, and Communication. Additional committees or appointments may be designated as the need arises.

Section 2. Committee Chairman: The Executive Committee with approval of the Board shall appoint the committee Chairman. He or She shall in turn appoint committee members as necessary to accomplish the assigned purpose.

Section 3. Committee Chairman Term: The Chairman may serve for one year, from the time of appointment and may be re-appointed each year, after the election of the officers and the first meeting of the new Executive Committee.

## ARTICLE XI RESPONSIBILITY FOR INJURY

**The Back Country Horsemen of Utah shall not be responsible for accidents or injury incurred by any person or persons engaged in any activity of the organization and also recognizes its protection under Utah State Law, "UCA 78- 27b -- Limitations on Liability for Equine and Livestock Activities". It shall be presumed that participants in equine or livestock activities are aware of and understand that there are inherent risks associated with these activities. "Inherent risk" with regard to equine or livestock activities means those dangers or conditions, which are an integral part of equine or**

**livestock activities. The equine activity sponsor is not liable for those inherent risks.**

## ARTICLE XII ASSETS

The property of this Corporation is dedicated to the specific purposes set forth in the Articles of Incorporation and no Part of the net income or assets of the Corporation shall ever incur to the benefit of any Director, Officer, or member thereof, or to any other private person. Upon dissolution or termination of the Corporation any assets remaining after payment of, or provision for the payment of, all debts and liabilities of the Corporation, shall be distributed in accordance with the Utah Nonprofit Corporation and Co-operative Association Act to a nonprofit, charitable or educational organization having similar aims and objectives or to a governmental entity, political subdivision, or agency to be devoted to similar aims and objectives.

## ARTICLE XIII AMENDMENTS

These Bylaws may be amended by an affirmative vote of 3/4 of the State Board of Directors and Officers.

## ARTICLE XIV ACCESS TO BYLAWS

A copy of these Bylaws will be posted on the BCHU web-page.  
(Note: Original Bylaws written 1993, revised March 1997, December 1999, July 2005 & Apr 2016)

THESE BYLAWS WERE REVIEWED AND APPROVED AS BINDING BY a the BCHU Board of Directors on 9 April 2016 effective immediately.