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BYLAWS

ARTICLE I PURPOSE

The purpose of the Back Country Horsemen of Utah (BCHU) shall be (a) to perpetuate the common sense use and enjoyment of horses and recreational stock in Utah's roadless back country; (b) to assist various governmental agencies in their maintenance and management of said resource; (c) to educate, encourage, and solicit active public participation in the wise and sustaining use of horses and other recreational stock by people, commensurate with our heritage and the back country resource. (d) to work to ensure that public lands remain open to recreational stock use; and (e) to foster and encourage the formation and continuation of local Back Country, Horsemen 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, GOALS, AND PROCEDURES

Establishment of Policies, Goals, and Procedures: The officers and directors of the Back Country Horsemen of Utah (hereinafter referred to as the "Corporation") shall establish policies, goals, and management procedures for the Corporation. They may delegate the implementation of these policies, goals, 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 P.O. Box 13195 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 I V 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.

Section 2. Determination of Dues Amounts: Both state and local chapter membership dues may be adjusted periodically with the concurrence of a majority vote of the respective general memberships.

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. Annual Meeting: The officers and directors of the Corporation shall select a date and location for the annual meeting of the general membership. The Annual Meeting will be held in the first quarter of the calendar year. This meeting and any other formal meetings held by the Corporation will be conducted in accordance with

Roberts Rules of Order.

The Annual Meeting will include but will not be limited to the following activities:

- a. Chapter officer training
- b. Review the role of individual members and their responsibility.
- c. Ratify Chapter roles and responsibilities. Maintain a statement of functions for local chapter. Review and update prior to presentation at the Annual Meeting.
- d. Ratify State Board's role and responsibilities. Review and update prior to presentation at the Annual Meeting.
- e. Conduct a Strategic Planning check-up.
- f. Any changes in the Corporations Bylaws will be ratified by a majority of the members attending the Annual Meeting or any special meeting as indicated in Section 2.

Section 2. Other General Meetings: Other meetings of the general membership may be called at the discretion of the officers and directors of the Corporation.

Section 3. Notice of Meetings: The general membership shall be notified of all annual or special meetings conducted for the general membership of BCHU. Notification will be at least two months prior to the meeting. A notice will be published in the state newsletter and on the web page.

Section 4. 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. They shall report their activities and the manner in which they implemented Corporation policies to the Corporation at the annual general membership meeting each year. When expedient, additional reporting may be required during the year.

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 at the annual general membership meeting. 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 lose 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 and two alternates shall be elected for staggered six year terms. The BCHA National Board Directors can be from the general membership to include State Board members. If the BCHA National Board Members and alternates are not otherwise serving on the State Board, they shall be considered Ex-Officio 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 bases 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 chairperson but have no vote.

Section 5. Conduct of Meetings: The Chairperson 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 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 two weeks 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 or President, 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. Nominating Committee: A nominating committee, consisting of three (3) board members in good standing, shall be appointed at least one month prior to the regular election of Officers.

Section 3. Purpose of Nominating Committee: The purpose of the nominating committee shall be to provide the membership with a list of suitable candidates for Corporation Officers. This list will be published in the state newsletter prior to the election. Candidates may also be nominated from the floor prior to the vote by any Corporation member in good standing.

Section 4. Method of Voting: All voting will be by written ballot. Only those members in good standing present at the annual meeting will be eligible to vote.

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

Section 7. 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 nominating committee and be re-elected for each term.

Section 8. 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 9. 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 10. 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 11. 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 12. Signatories on Checks: All Officers except the past Chairman or President shall have authority to sign checks of the Corporation; however, at least two (2) signatures are required to validate any check.

Section 13. 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 14. Vacancies: Vacancies in any office (except that of Past President or 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 15. Executive Committee: The officers (Chairman, Vice-Chairman, Secretary, Treasurer and Past Chairman/Past President) 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 shall include: Chapter Development, Education , Public Lands, Legislative, and Communication. Additional committees or appointments may be designated as the need arises.

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

Section 3. Committee Chairperson Term: The Chairperson 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 it's 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 at any Annual meeting of the General Membership by an affirmative vote of the majority of Members in attendance.

ARTICLE XIV POLICIES MANUAL

Board members will each maintain a policy manual, which will include, but not be limited to, a copy of the Articles of Incorporation, current Bylaws, and Board meeting motions. The secretary of the corporation will provide a copy of any motions or other actions to the Board Members for inclusion in the policy manual. The manual will be passed from outgoing Board Member to incoming Board Members.

Copies of the Policy Manual will be made available to any BCHU member at the nominal cost of copying and production.

Policies and procedures will be followed as adopted by the Board Of Directors.

ARTICLE XV ACCESS TO BYLAWS

A copy of these Bylaws will be given to all Chapters on an annual basis at the Annual Meeting, with a copy posted on the BCHU web-page.

Note: Original Bylaws written 1993, revised March 1997, December 1999, and July 2005.

THESE BYLAWS WERE REVIEWED AND APPROVED AS BINDING BY THE
FOLLOWING OFFICERS and are effective 31 December 2005:

Ron Greenwell
Jeff Perkins
Hugh Jacobs
Doug West
Freddy Dunn
Craig Moody
Kent Evans

Robert Pyle
Bruce Kartchner
Janet Harrison
Craig Allen
Connie Allen